

GAMERVERSE

MARVEL

SPIDER-MAN

CITY AT WAR



HOPELESS
BANDINI
MARESCA
CURIEL



SPIDER-MAN

CITY AT WAR

Based on a story by Jon Paquette, Bryan Intihar and the Insomniac Games Writing Team;
co-written by Christos Gage with additional story contributions by Dan Slott.

EIGHT YEARS HAVE PASSED SINCE PETER FIRST DONNED THE WEBS, AND WHILE HE HAS
GROWN INTO HIS OWN AS A CRIMEFIGHTER, IT DOESN'T MEAN LIFE HAS GOTTEN ANY EASIER...

WRITER

DENNIS "HOPELESS" HALLUM

ARTISTS

MICHELE BANDINI (#1-6) WITH LUCA MARESCA (#5)

INKERS

MICHELE BANDINI (#1-6) WITH ELISABETTA D'AMICO (#6)

COLORIST

DAVID CURIEL

LETTERER

VC'S TRAVIS LANHAM

COVER ART

CLAYTON CRAIN

ASSISTANT EDITOR

MARTIN BIRO

EDITOR

MARK BASSO

FOR INSOMNIAC GAMES & MARVEL GAMES

STUDIO ART DIRECTOR,
INSOMNIAC GAMES

JACINDA CHEW

LEAD WRITER,
INSOMNIAC GAMES

JON PAQUETTE

DIRECTOR OF GAME PRODUCTION,
MARVEL GAMES

ERIC MONACELLI

VP & CREATIVE DIRECTOR,
MARVEL GAMES

BILL ROSEMAN

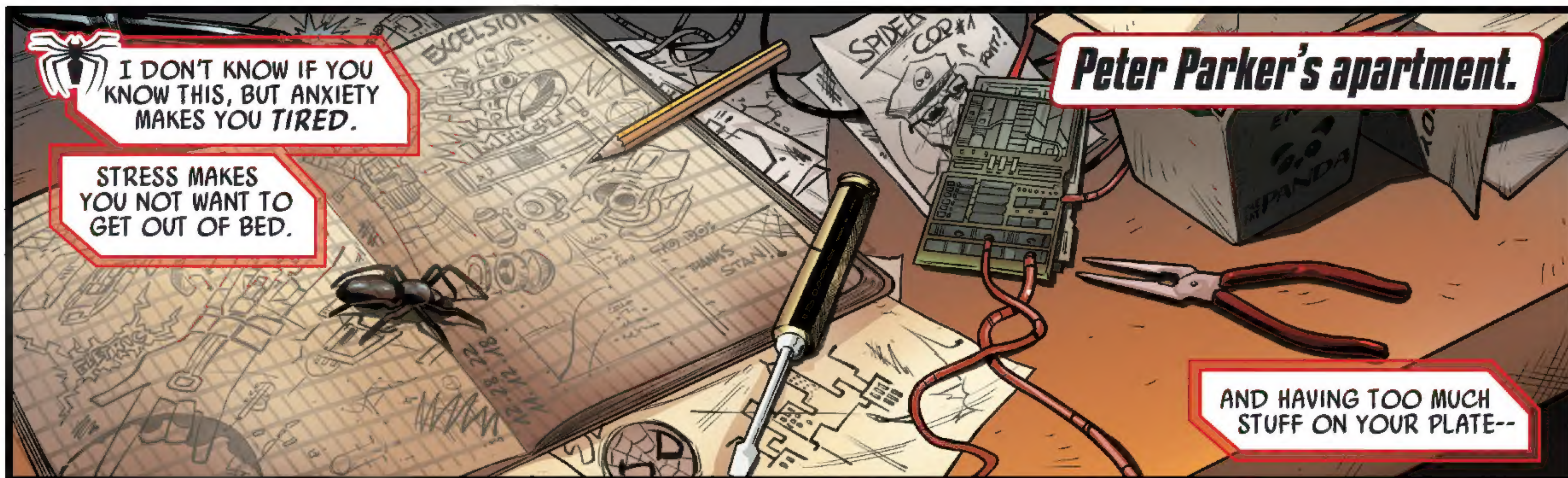
SPIDER-MAN
CREATED BY
STAN LEE & STEVE DITKO

COLLECTION EDITOR MARK D. BEAZLEY
ASSISTANT EDITOR CAITLIN O'CONNELL
ASSOCIATE MANAGING EDITOR KATERI WOODY
SENIOR EDITOR, SPECIAL PROJECTS JENNIFER GRÜNWALD
VP PRODUCTION & SPECIAL PROJECTS JEFF YOUNGQUIST
BOOK DESIGNER ADAM DEL RE WITH NICK RUSSELL
DIGITAL MANAGER/PRODUCTION TIM SMITH 3
DIGITAL PRODUCTION KOU CHEN AND RACHEL YOUNG

SVP PRINT, SALES & MARKETING DAVID GABRIEL
DIRECTOR, LICENSED PUBLISHING SVEN LARSEN

EDITOR IN CHIEF C.B. CEBULSKI
CHIEF CREATIVE OFFICER JOE QUESADA
PRESIDENT DAN BUCKLEY
EXECUTIVE PRODUCER ALAN FINE



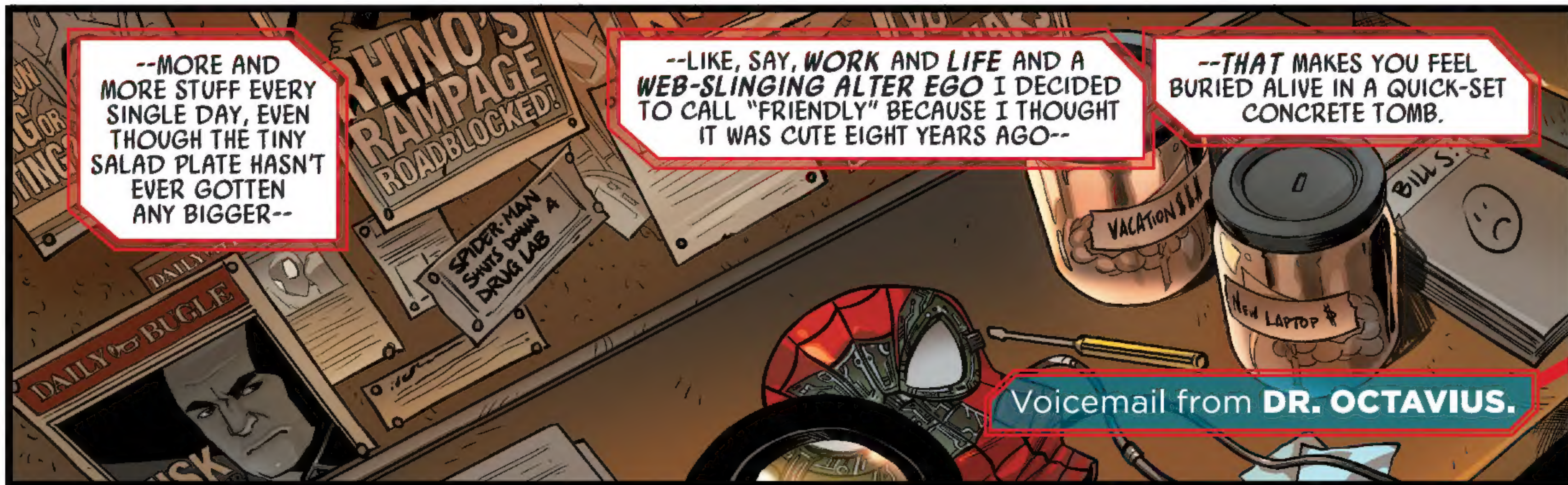


I DON'T KNOW IF YOU KNOW THIS, BUT ANXIETY MAKES YOU **TIRED**.

STRESS MAKES YOU NOT WANT TO GET OUT OF BED.

Peter Parker's apartment.

AND HAVING TOO MUCH STUFF ON YOUR PLATE--

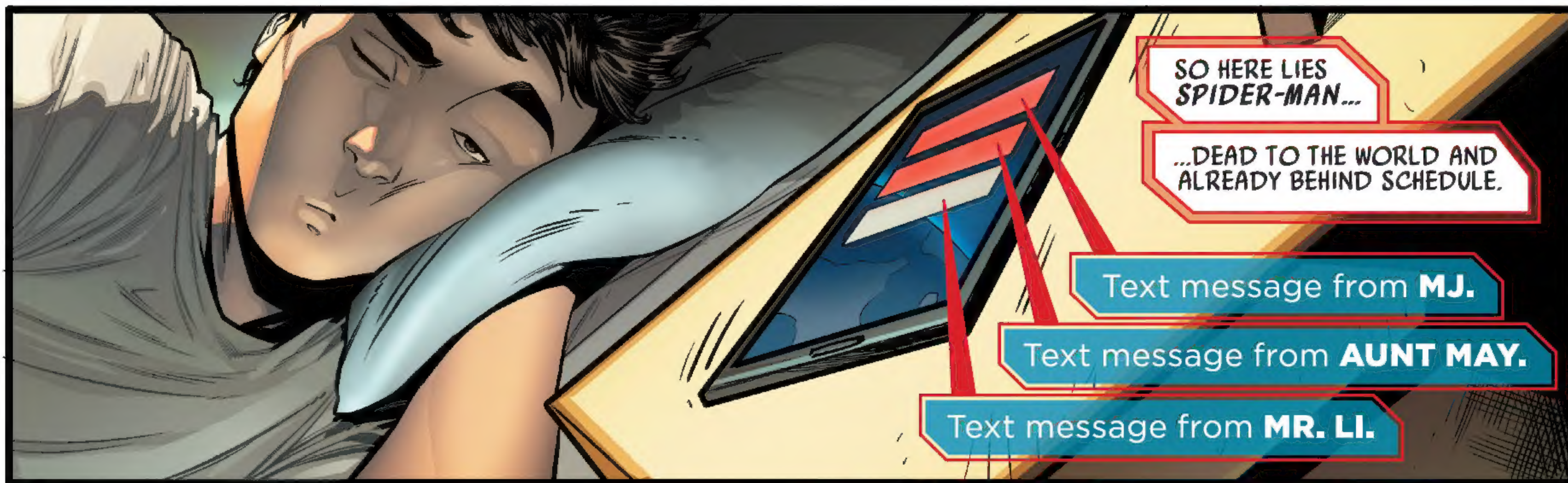


--MORE AND MORE STUFF EVERY SINGLE DAY, EVEN THOUGH THE TINY SALAD PLATE HASN'T EVER GOTTEN ANY BIGGER--

--LIKE, SAY, **WORK AND LIFE** AND A **WEB-SLINGING ALTER EGO** I DECIDED TO CALL "FRIENDLY" BECAUSE I THOUGHT IT WAS CUTE EIGHT YEARS AGO--

--**THAT** MAKES YOU FEEL BURIED ALIVE IN A QUICK-SET CONCRETE TOMB.

Voicemail from **DR. OCTAVIUS**.



SO HERE LIES **SPIDER-MAN**...

...DEAD TO THE WORLD AND ALREADY BEHIND SCHEDULE.

Text message from **MJ**.

Text message from **AUNT MAY**.

Text message from **MR. LI**.



BUT THERE'S **ONE THING** THAT CUTS STRAIGHT THROUGH THE ANXIETY AND STRESS.

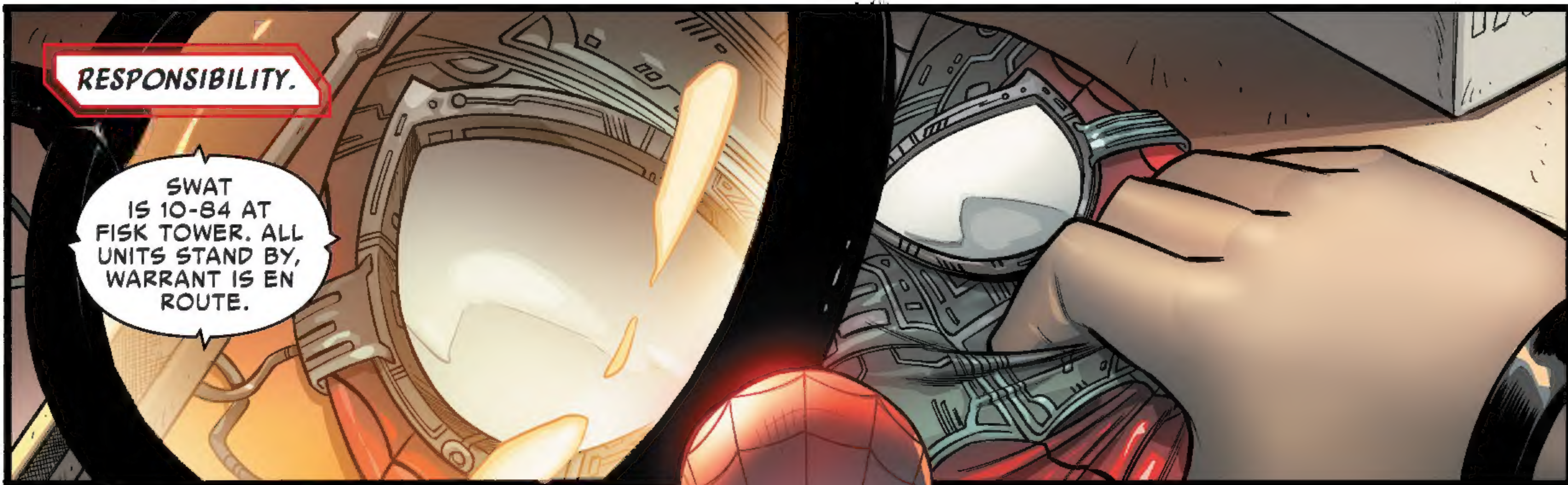
ALL UNITS, LEVEL FOUR MOBILIZATION.



ONE THING THAT ALWAYS WAKES ME UP.

LOCATION, FISK TOWER.

FISK?!

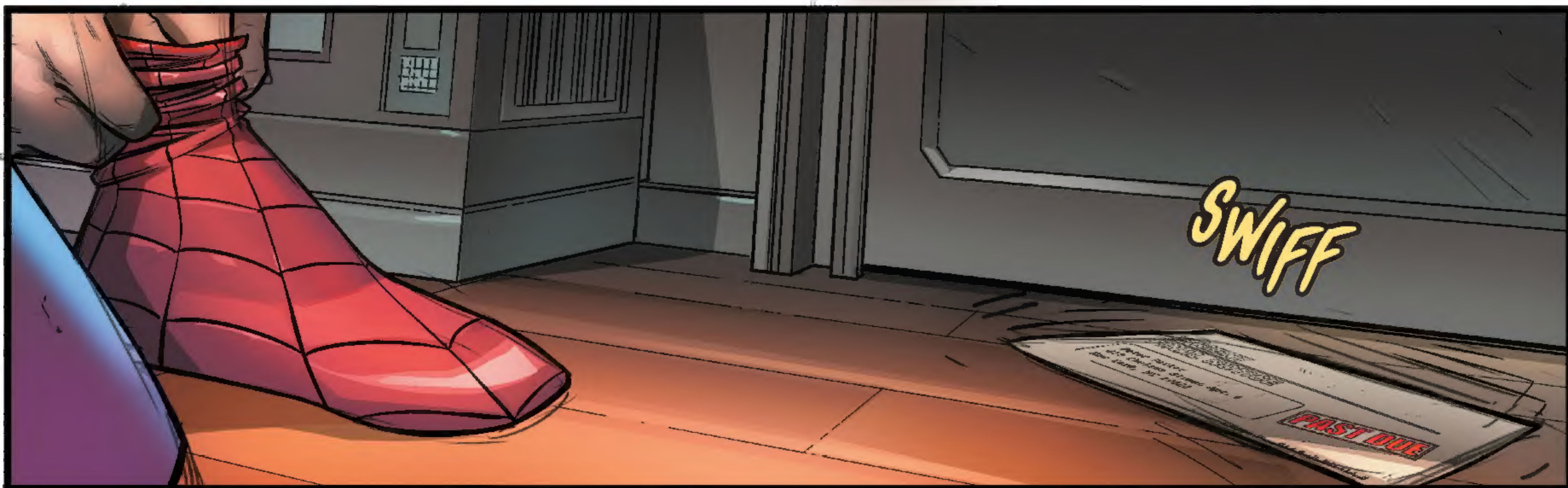


RESPONSIBILITY.

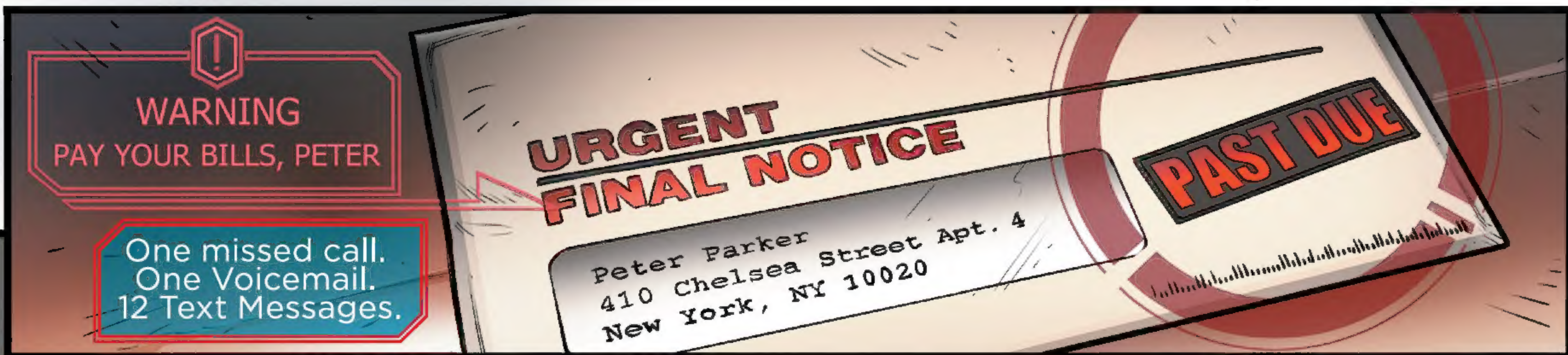
SWAT
IS 10-84 AT
FISK TOWER. ALL
UNITS STAND BY,
WARRANT IS EN
ROUTE.



CALL CAPTAIN
WATANABE.



SWIFF



WARNING
PAY YOUR BILLS, PETER

One missed call.
One Voicemail.
12 Text Messages.

URGENT
FINAL NOTICE

Peter Parker
410 Chelsea Street Apt. 4
New York, NY 10020

PAST DUE

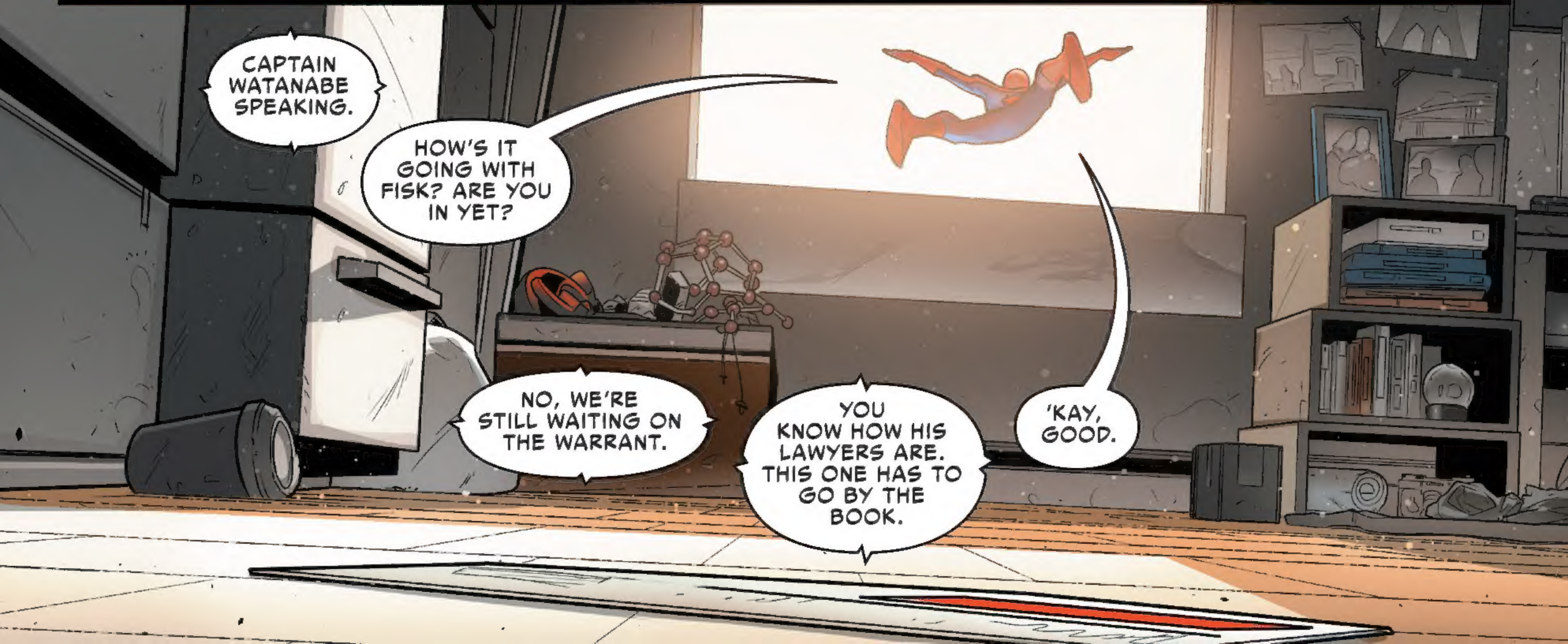
CAPTAIN
WATANABE
SPEAKING.

HOW'S IT
GOING WITH
FISK? ARE YOU
IN YET?

NO, WE'RE
STILL WAITING ON
THE WARRANT.

YOU
KNOW HOW HIS
LAWYERS ARE.
THIS ONE HAS TO
GO BY THE
BOOK.

'KAY,
GOOD.





I'M
ON MY
WAY.

THWIP

THWIP

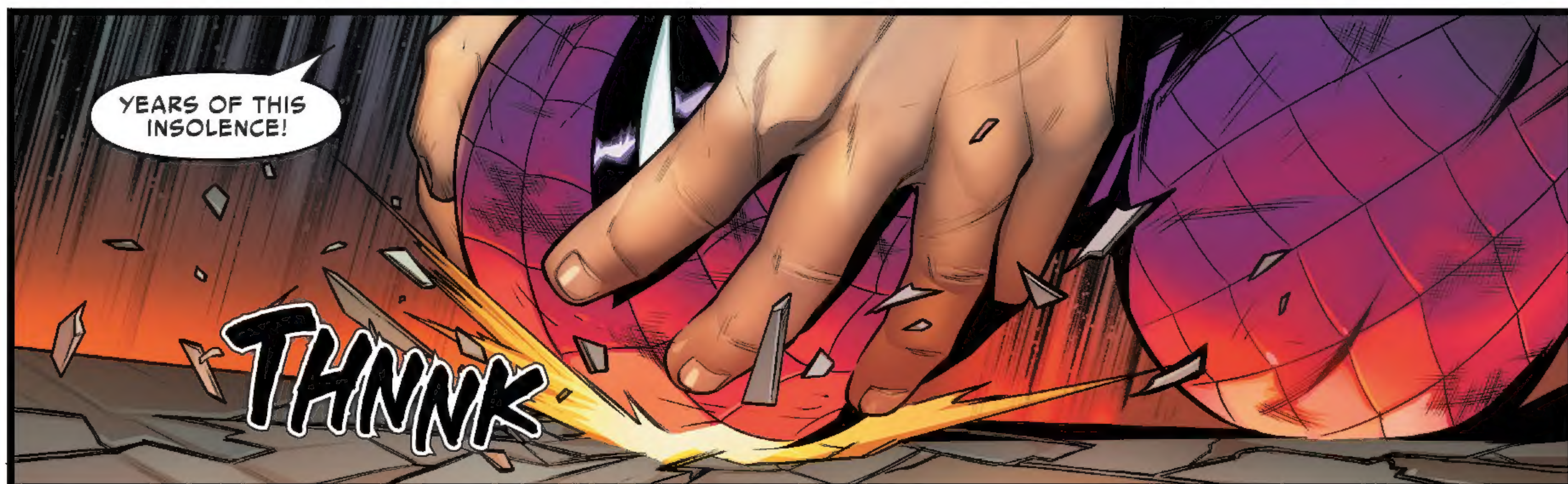
SPIDER-
MAN...

I'VE BEEN
AFTER THE
KINGPIN FOR
YEARS. JUST
LIKE YOU.

WE BOTH
KNOW HE
WON'T COME
QUIETLY,
YURI.

LET ME
HELP.





A full-page comic book illustration showing a chaotic scene inside a modern building with a glass ceiling. The Kingpin, a large bald man in a black suit, is in the foreground, having just punched Spider-Man. Spider-Man is flying through the air, his body angled away from the Kingpin. In the background, another Spider-Man is seen falling through the broken glass. The air is filled with sharp, jagged pieces of glass. The Kingpin has a determined, almost angry expression. Spider-Man's suit is his classic red and blue. The overall tone is one of high action and conflict.

--TO
COME IN HERE
AND TRY TO
ARREST ME?!

ME
PERSONALLY?

NO...I'M
AN UNLICENSED
VIGILANTE.

YEAH, LIKE,
ZERO LEGAL
AUTHORITY
OVER HERE.

THAT'S
WHAT THE
COSTUME'S
ABOUT.

YOU DON'T
HAVE A CAGE
BIG ENOUGH
TO HOLD THE
KINGPIN!

I DON'T
HAVE ANY
CAGES AT
ALL.

I'M SO FAR
ABOVE YOUR
RIDICULOUS LAWS--
UNGH!

TWHAK





MR. FISK!
MR. FISK! CAN
WE GET A
COMMENT?

MY BIG BOY,
HEADED OFF TO
HIS FIRST DAY
OF PRISON.



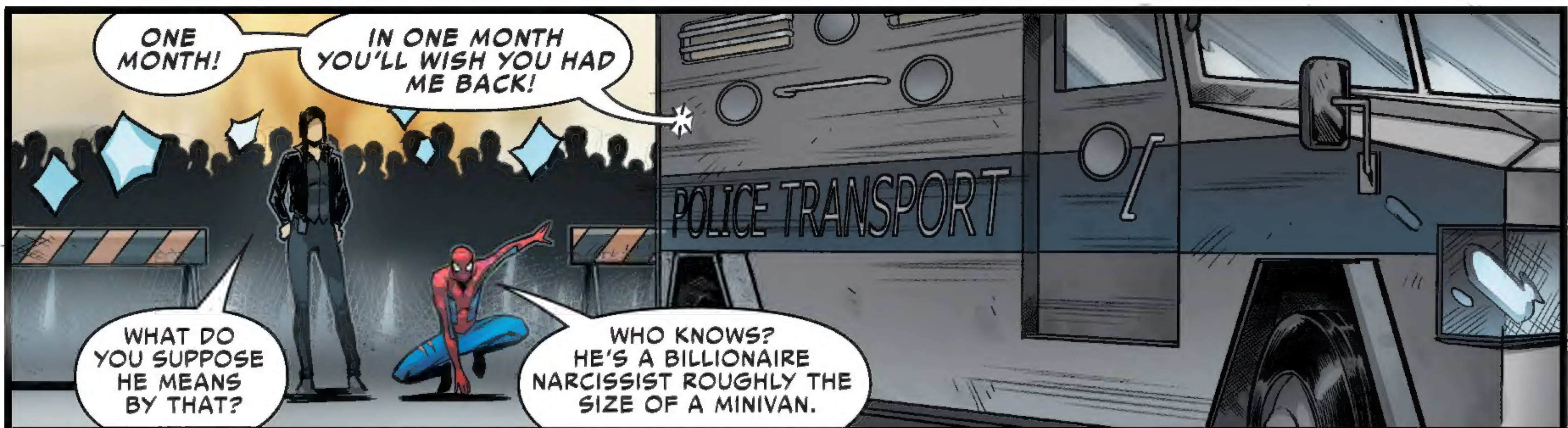
FEELS LIKE WE SHOULD
TAKE A PHOTO TO
COMMEMORATE.

IF YOU THINK
THIS WILL BE MORE
THAN A MINOR
INCONVENIENCE--

I
REALLY
DO.



IDIOT!
I'M THE
ONE WHO KEPT
ORDER IN
THIS CITY.

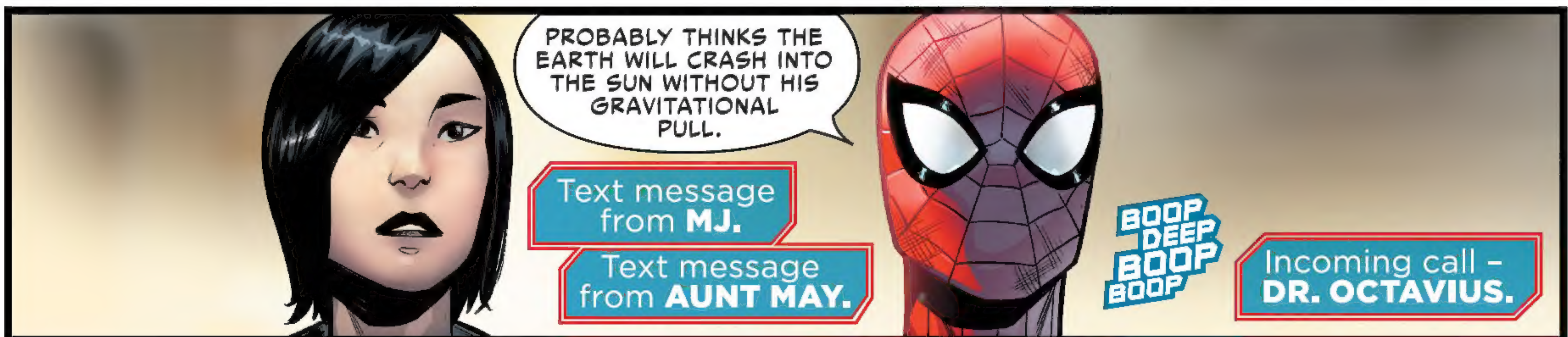


ONE
MONTH!

IN ONE MONTH
YOU'LL WISH YOU HAD
ME BACK!

WHAT DO
YOU SUPPOSE
HE MEANS
BY THAT?

WHO KNOWS?
HE'S A BILLIONAIRE
NARCISSIST ROUGHLY THE
SIZE OF A MINIVAN.



PROBABLY THINKS THE
EARTH WILL CRASH INTO
THE SUN WITHOUT HIS
GRAVITATIONAL
PULL.

Text message
from **MJ.**
Text message
from **AUNT MAY.**

BOOP
DEEP
BOOP
BOOP

Incoming call -
DR. OCTAVIUS.

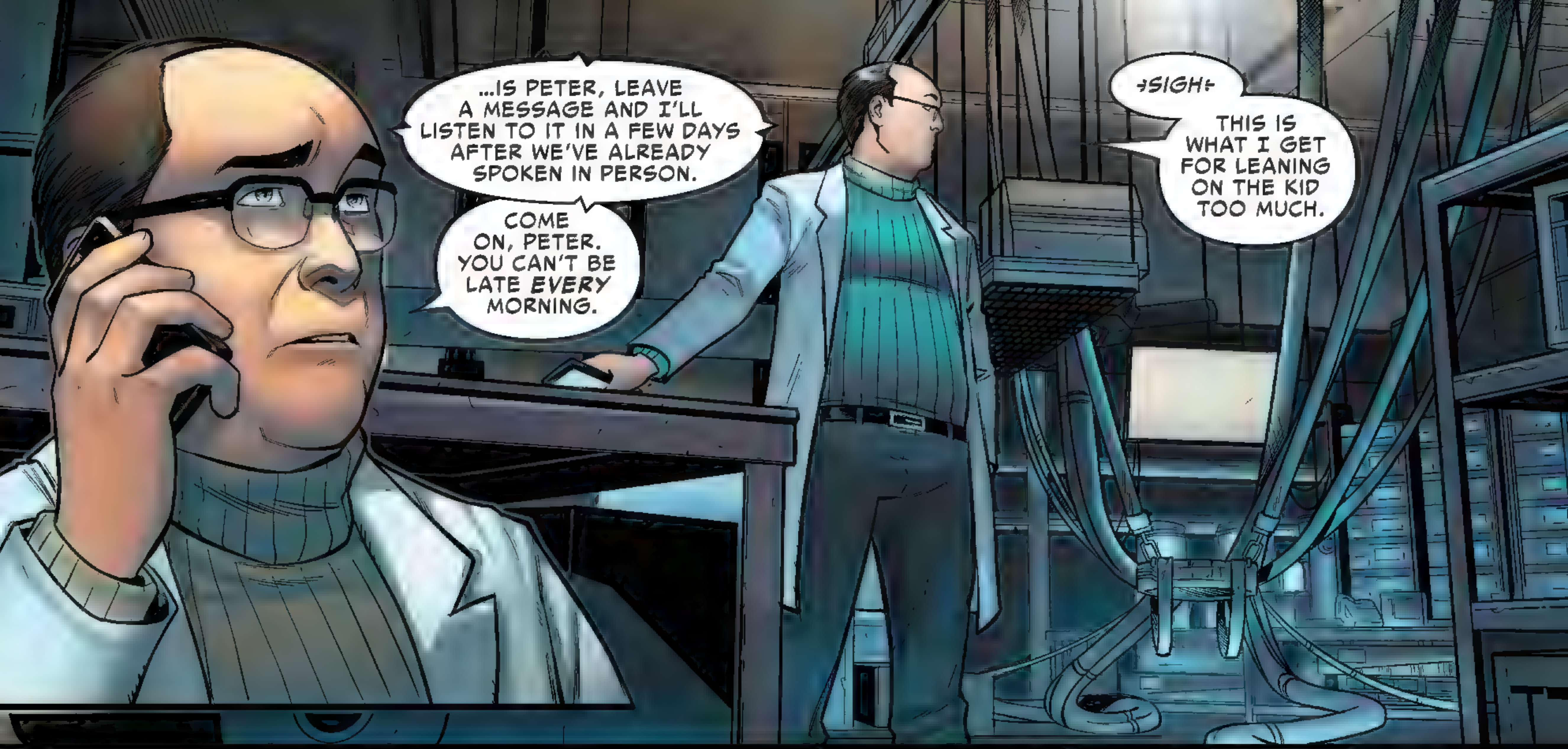


BOOP
DEEP
BOOP
BOOP

I'M
PRETTY SURE
YOUR PHONE'S
RINGING.

IS
IT?

Incoming call -
DR. OCTAVIUS.

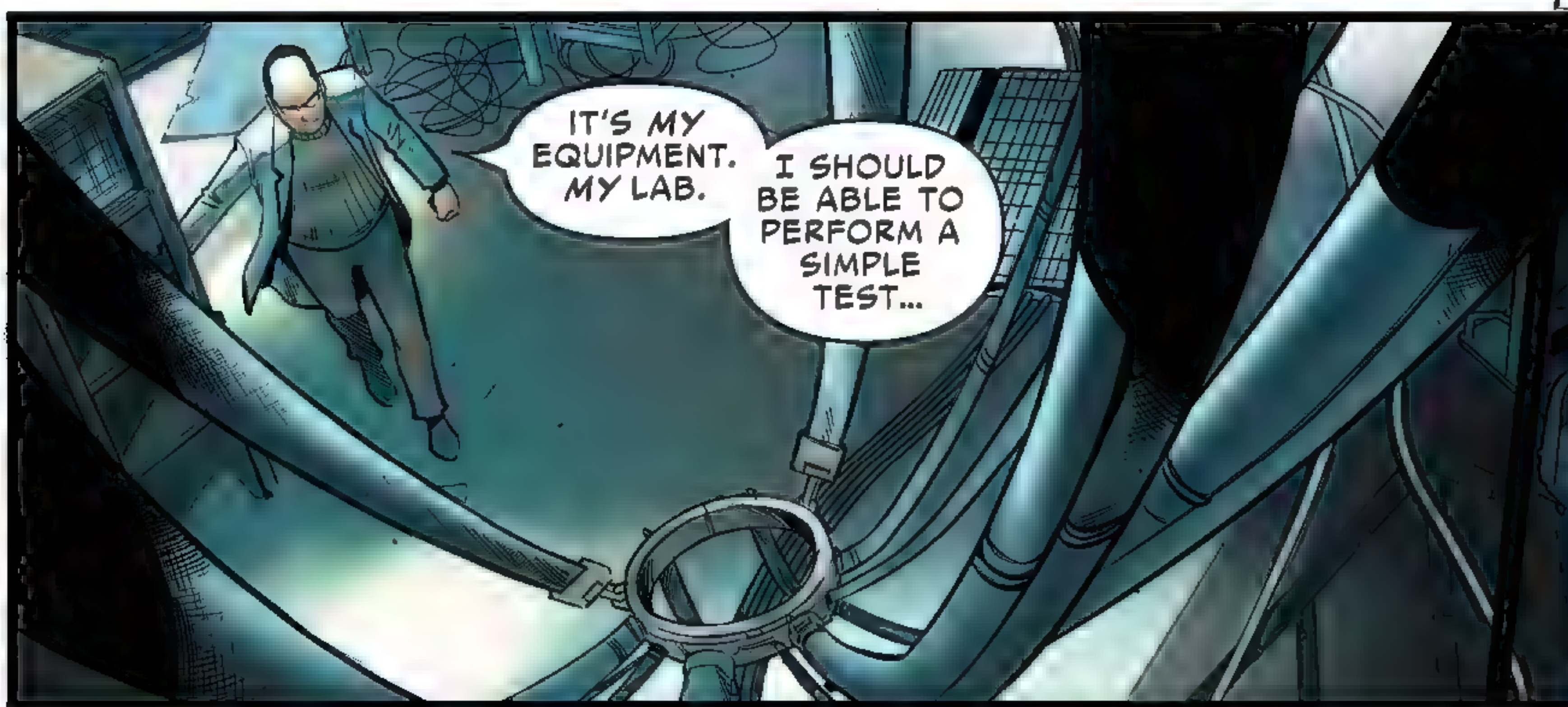


...IS PETER, LEAVE
A MESSAGE AND I'LL
LISTEN TO IT IN A FEW DAYS
AFTER WE'VE ALREADY
SPOKEN IN PERSON.

COME
ON, PETER.
YOU CAN'T BE
LATE EVERY
MORNING.

SIGH

THIS IS
WHAT I GET
FOR LEANING
ON THE KID
TOO MUCH.



IT'S MY
EQUIPMENT.
MY LAB.

I SHOULD
BE ABLE TO
PERFORM A
SIMPLE
TEST...



...WITHOUT
AN ASSISTANT
HOLDING MY
HAND.



SEE THERE,
OTTO?

STILL PLENTY
BRILLIANT.

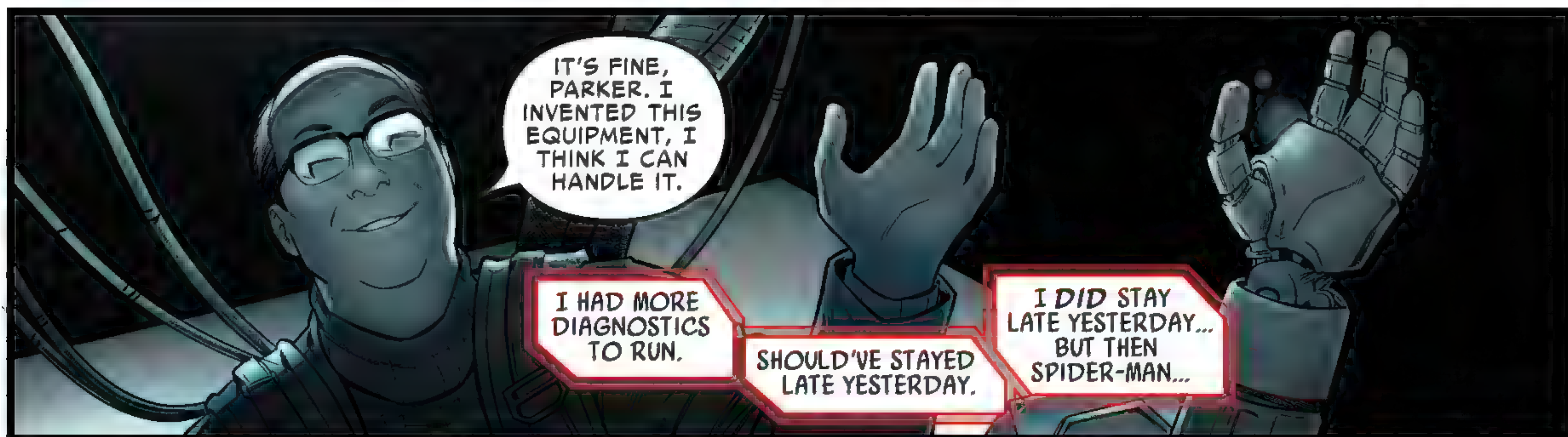
DOCTOR
OCTAVIUS!

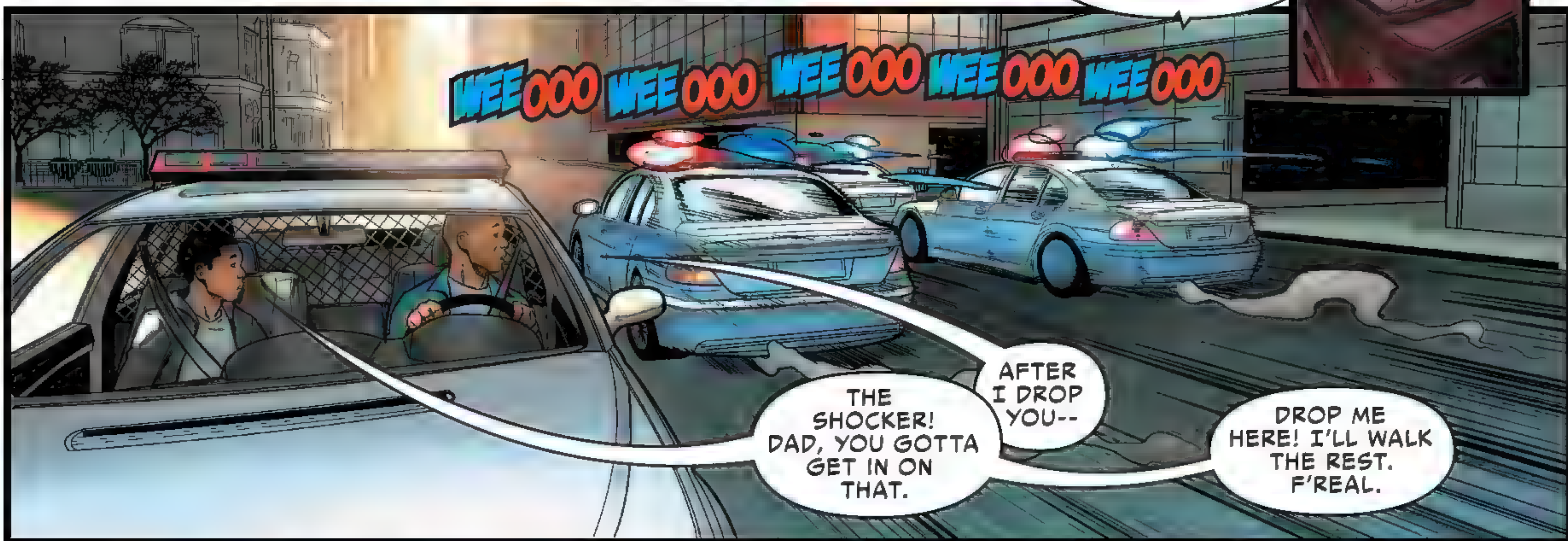
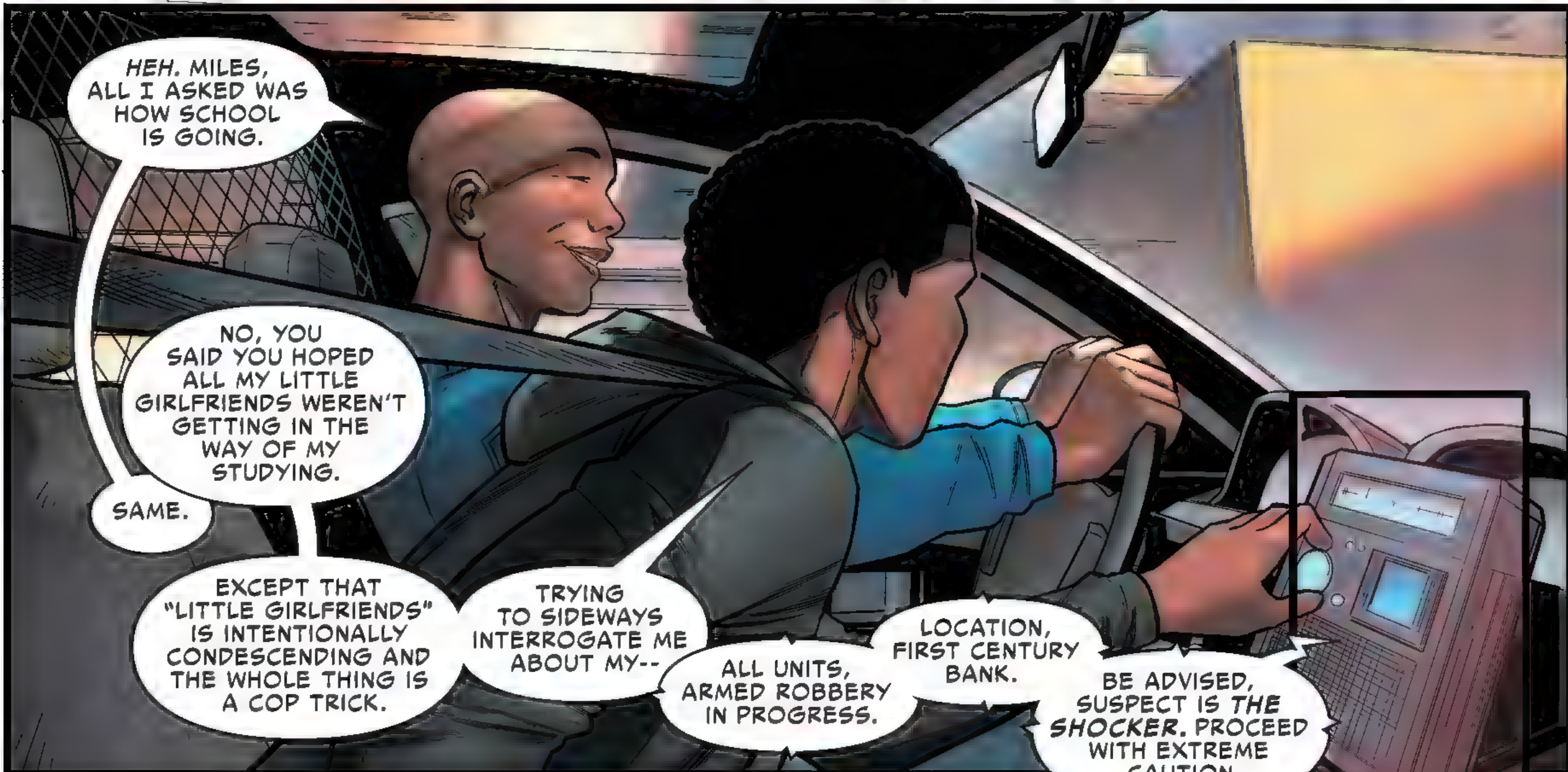
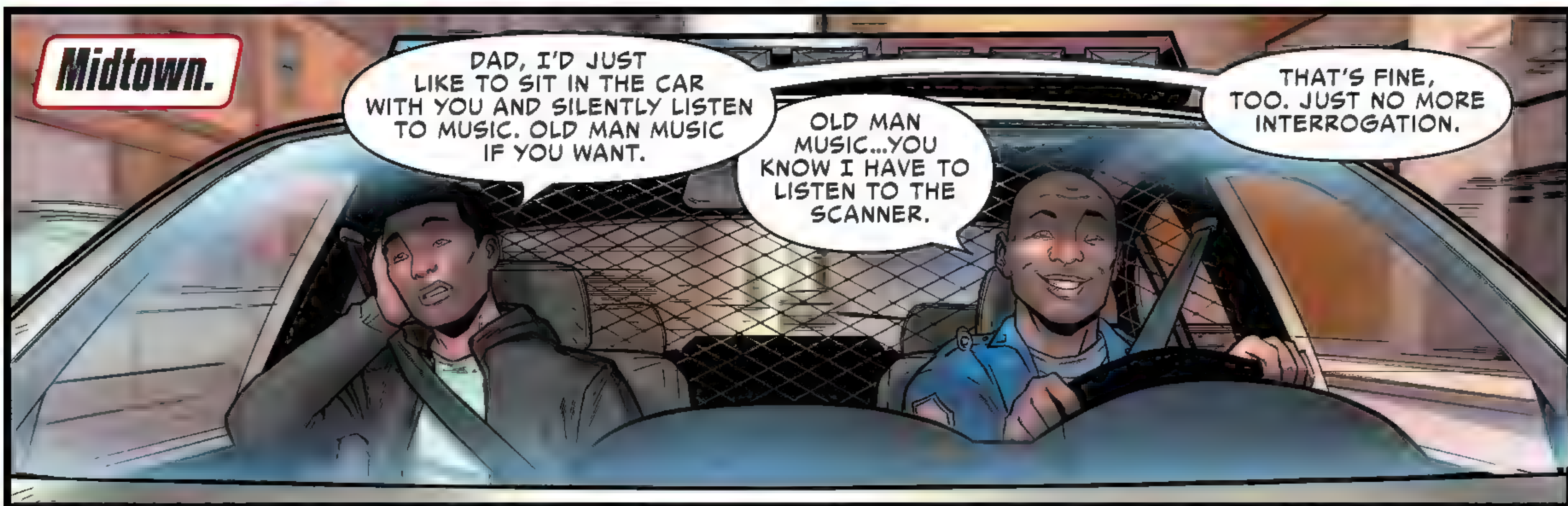


I'M HERE.
SO SORRY I'M...
LATE.

YOU STARTED
WITHOUT ME.

OH, MAN.
IS THE
HARNESS EVEN
READY?





A comic book panel showing Iron Man on the left and Spider-Man on the right. Iron Man is in a defensive stance, while Spider-Man is leaping towards him. The background is a city street at night. There are five speech bubbles and sound effects. A small inset in the bottom left shows a close-up of Iron Man's helmet with the sound effect 'HRRMMMM'.

WE'VE TALKED ABOUT THIS, HERMAN. YOU GOTTA QUIT ROBBING BANKS.

WHEN YOU ROB BANKS, I SHOW UP AND PUNCH YOU. THEN IT'S OFF TO JAIL.

I DON'T HAVE ANY CHOICE!

SURE YOU DO. LIFE IS NOTHING BUT CHOICES.

THEY'LL KILL ME!

THWIP THWIP THWIP

HRRMMMM

THEY'LL
KILL ME!

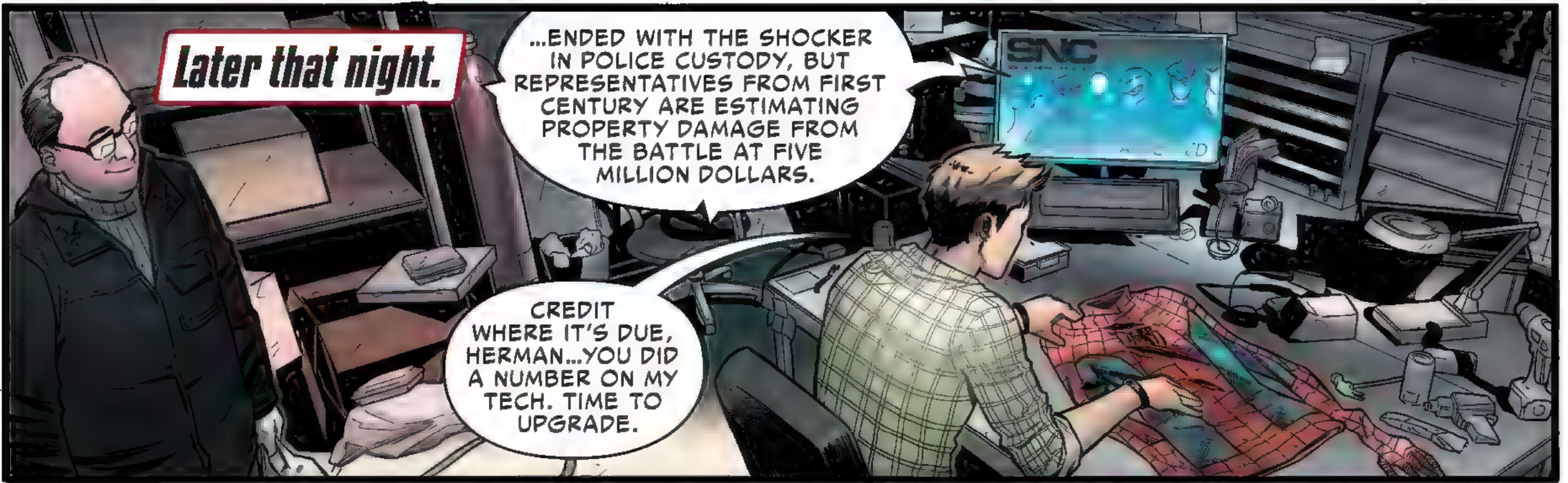
HRRRMAN

DEMONS?

OUCH.
YOU ALL
RIGHT?

DEPENDS ON HOW YOU MEAN. ON THE ONE HAND, THE SHOCKER SHOULDN'T BE THIS HARD TO BEAT.

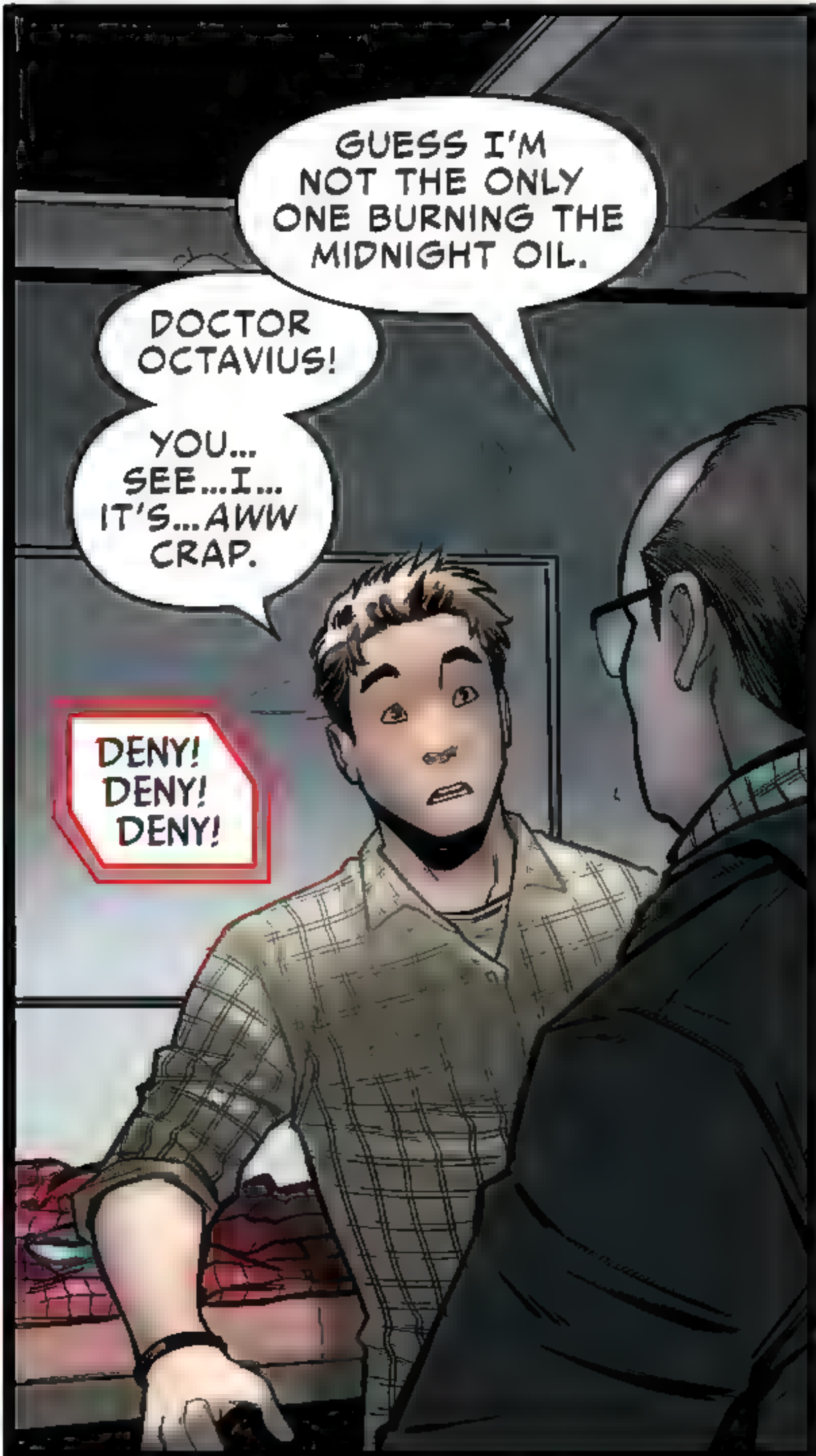
BUT ON THE OTHER, HIS NEW DIGITAL GAUNTLETS ARE SERIOUSLY NEXT LEVEL. FROM A PURELY TECH STANDPOINT, I'M GEEKING OUT A LITTLE.



Later that night.

...ENDED WITH THE SHOCKER IN POLICE CUSTODY, BUT REPRESENTATIVES FROM FIRST CENTURY ARE ESTIMATING PROPERTY DAMAGE FROM THE BATTLE AT FIVE MILLION DOLLARS.

CREDIT WHERE IT'S DUE, HERMAN...YOU DID A NUMBER ON MY TECH. TIME TO UPGRADE.



GUESS I'M NOT THE ONLY ONE BURNING THE MIDNIGHT OIL.

DOCTOR OCTAVIUS!

YOU... SEE...I... IT'S...AWW CRAP.

DENY! DENY! DENY!



PETER, WHY DIDN'T YOU TELL ME?

I WANTED TO BUT...I WAS JUST WORRIED ABOUT KEEPING MY FAMILY AND FRIENDS SAFE.

YES, I SUPPOSE AS THE *DESIGNER* OF SPIDER-MAN'S EQUIPMENT, YOU COULD BE IN HARM'S WAY, TOO.

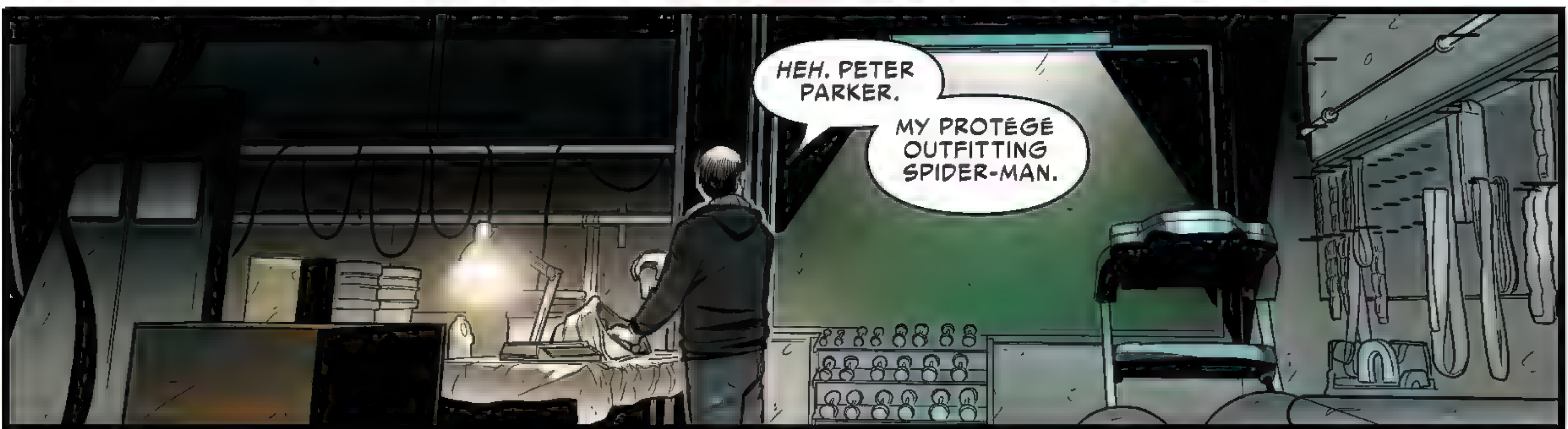


I'M IMPRESSED, PARKER. HUMBLLED.

YOU GET BACK TO IT. DON'T LET ME INTERRUPT.

ER... RIGHT... EXACTLY RIGHT.

SAVED BY THE DECEPTIVELY UNIMPRESSIONING JAWLINE...YET AGAIN.



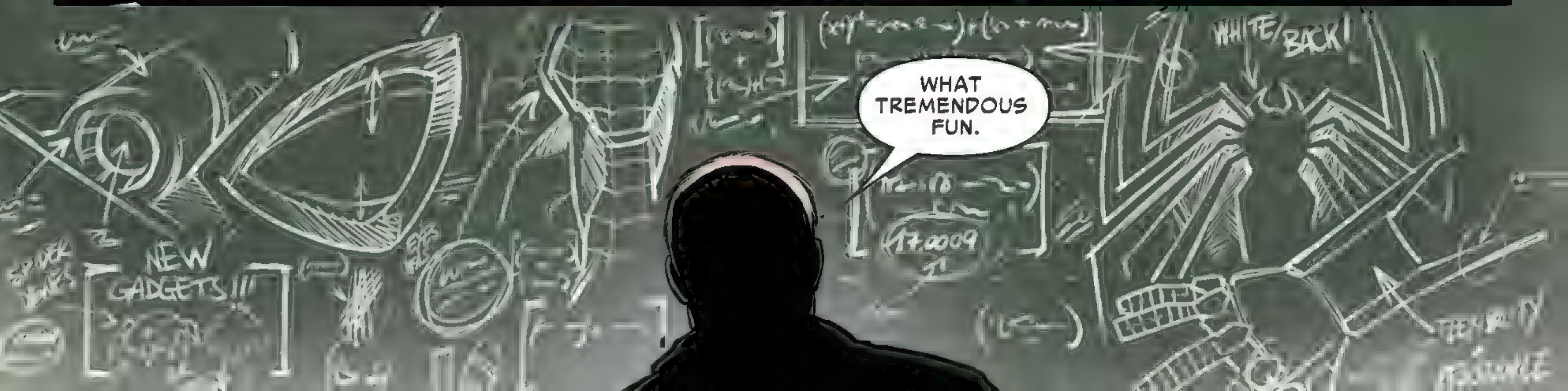
HEH. PETER PARKER.

MY PROTÉGÉ OUTFITTING SPIDER-MAN.

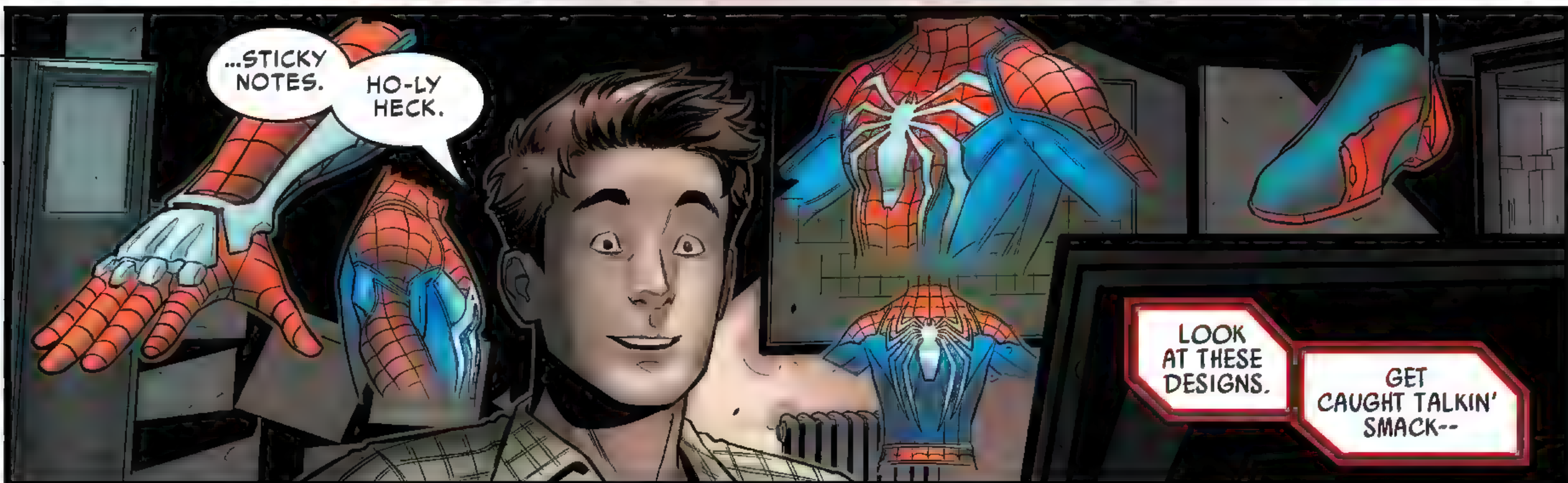


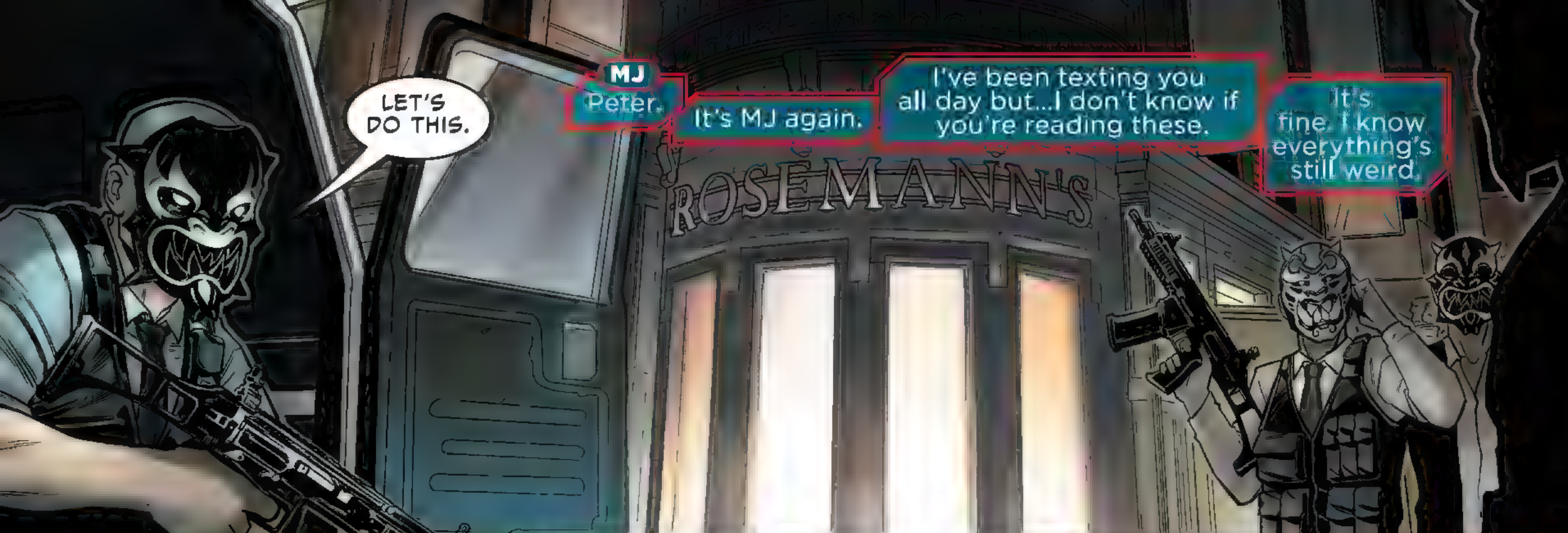
SUPER SCIENCE FOR A SUPER HERO.

WHAT FUN.



WHAT TREMENDOUS FUN.





LET'S DO THIS.

MJ
Peter.

It's MJ again.

I've been texting you all day but...I don't know if you're reading these.

It's fine. I know everything's still weird.



I'm just knee-deep in this Fisk story now. Lied my way into his private room at Rosemann's auction house.

THE REPORTER YOU SENT CLEARLY ISN'T WRITING THE PUFF PIECE WE DISCUSSED.

WHAT DO YOU MEAN HE HAD TO RESCHEDULE?

THEN WHO'S THE REDHEAD I'VE BEEN TALKING TO?

YES, SHE'S HERE NOW! SNOOPING AROUND MY AUCTION HOUSE!

The manager is clearly onto me. On the off chance this gets ugly.

I obviously want YOU to know where to find me.



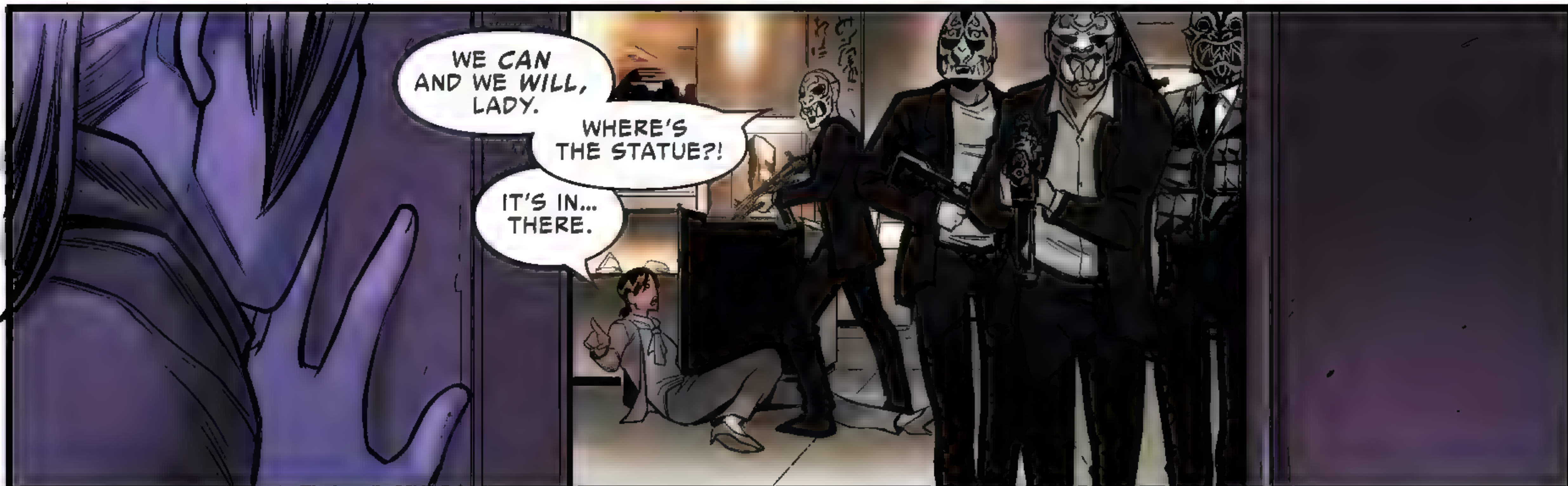
Okay. I found something.

A file folder hidden in one of Fisk's statues.

Something called *Devil's Breath*. Mayor Osborn's involved.

EXCUSE ME. CAN I HELP YOU?

YOU CAN'T JUST--



WE CAN AND WE WILL, LADY.

WHERE'S THE STATUE?!

IT'S IN... THERE.



SWEEP EVERY ROOM. BOSS SAID TO MAKE SURE THE PLACE IS EMPTY.

ON IT.

GOT YOU
DEAD TO
RIGHTS...

...SPIDER-
MAN.

YOU
MOVE IT,
YOU LOSE
IT.

I DON'T
THINK THAT'S
HOW THAT
EXPRESSION
GOES.





DATING SPIDER-MAN ALL THOSE YEARS SEEMS TO HAVE SERIOUSLY--

--DAMAGED MY NATURAL FIGHT-OR-FLIGHT RESPONSE.

NICE!

THUNK



THAT WAS DEFINITELY A FLIGHT MOMENT.

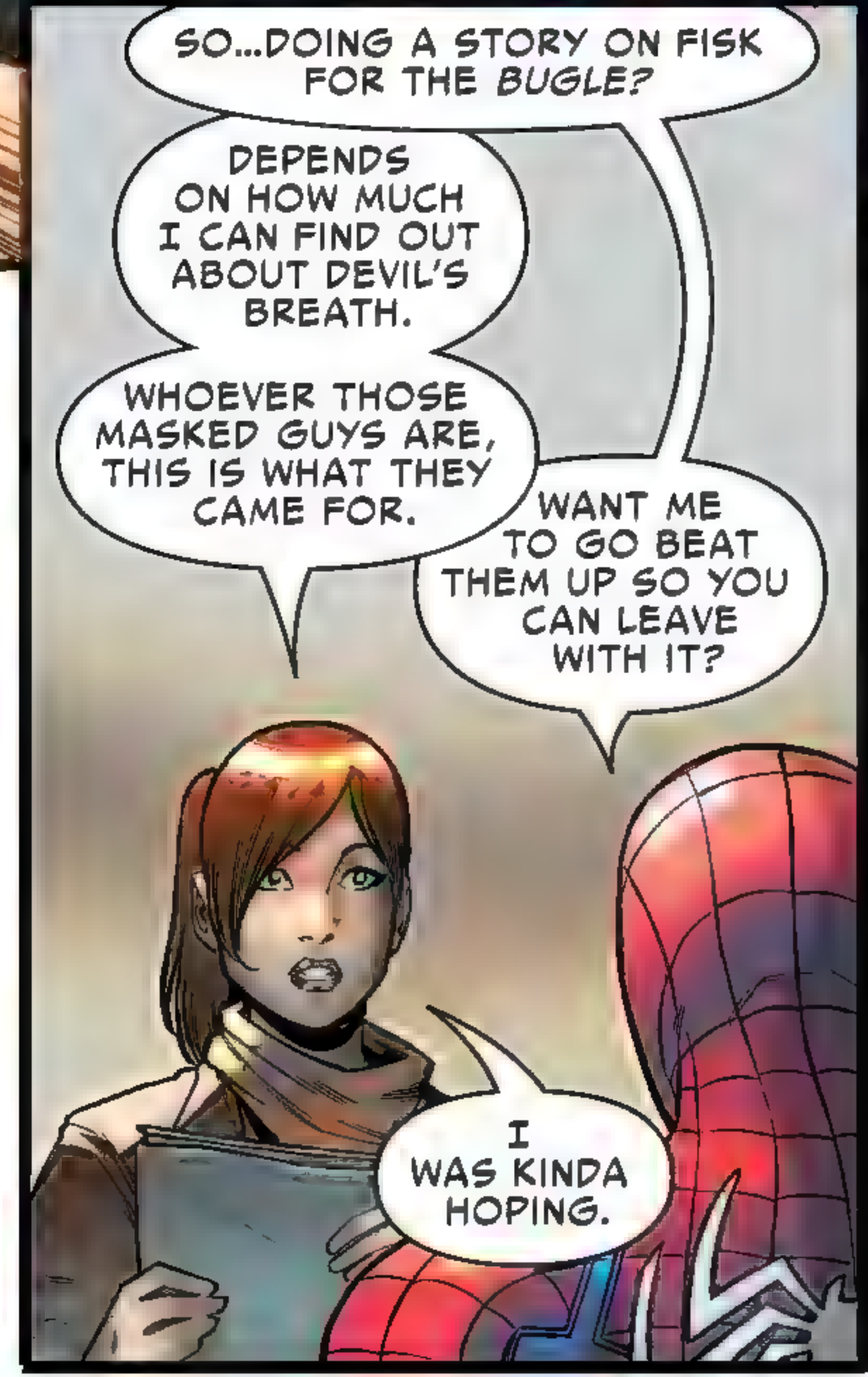
I'M PROBABLY THE WRONG GUY TO ASK.

GUESS YOU READ MY TEXTS?



I ALWAYS READ YOUR TEXTS.

JUST SOMETIMES DON'T KNOW HOW TO RESPOND.



SO...DOING A STORY ON FISK FOR THE BUGLE?

DEPENDS ON HOW MUCH I CAN FIND OUT ABOUT DEVIL'S BREATH.

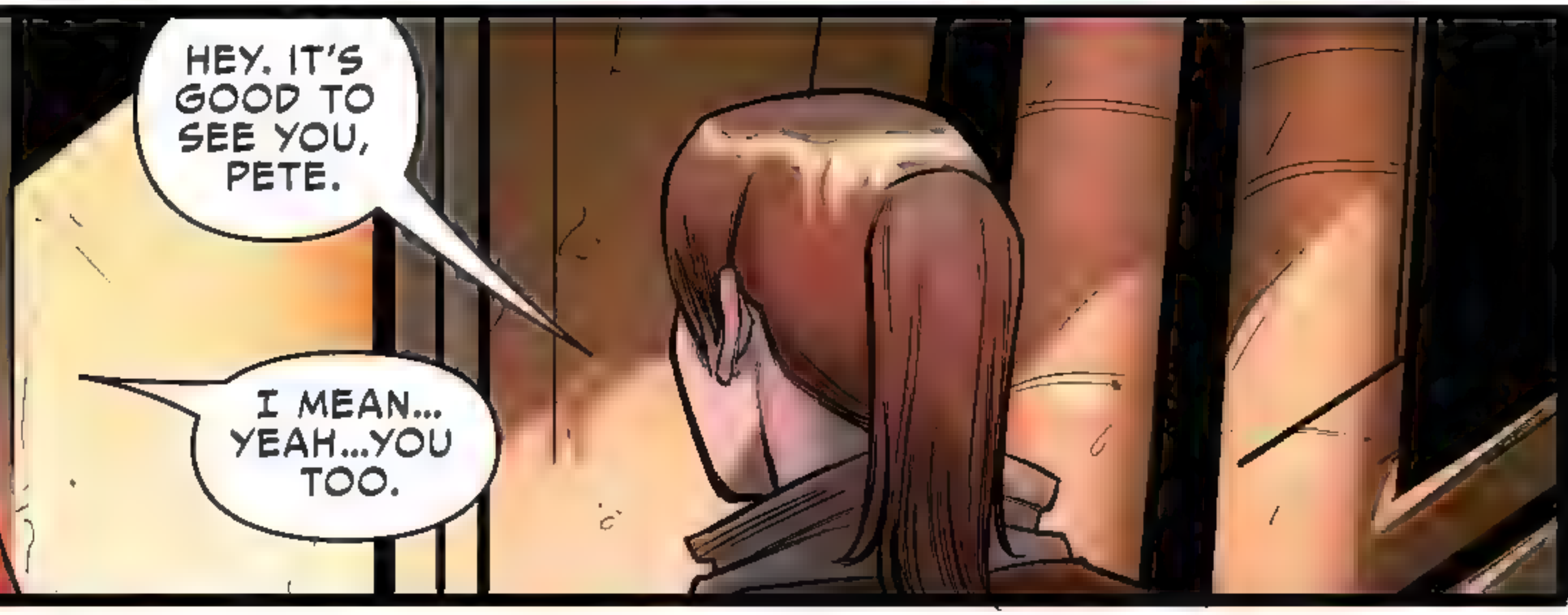
WHOEVER THOSE MASKED GUYS ARE, THIS IS WHAT THEY CAME FOR.

WANT ME TO GO BEAT THEM UP SO YOU CAN LEAVE WITH IT?

I WAS KINDA HOPING.



ALL RIGHT, YOU STAY BACK HERE. I'LL COME GET YOU WHEN IT'S CLEAR.



HEY. IT'S GOOD TO SEE YOU, PETE.

I MEAN... YEAH...YOU TOO.

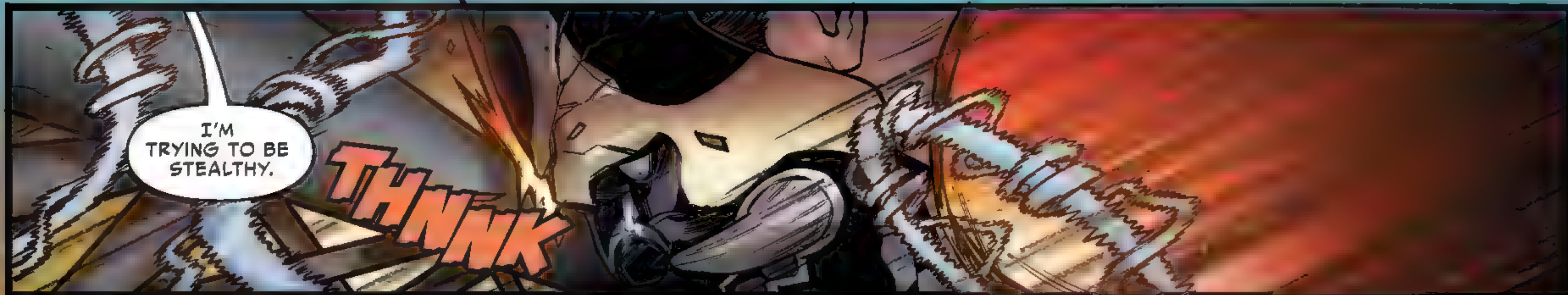


LOVING THE NEW SUIT.

YEAH?



LOOKS GOOD ON YOU.





ABSO--

--LUTELY--

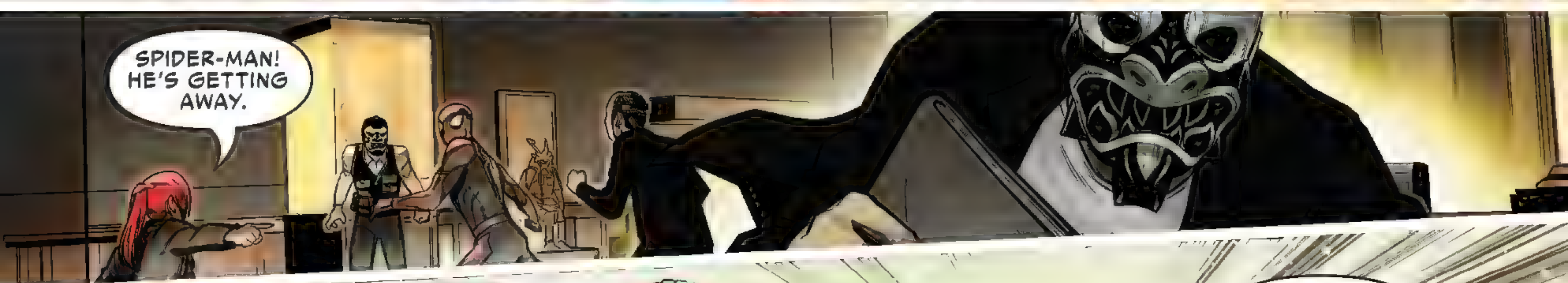
THWIP

THWIP



--NOT!

BRAKKA BRAKKA BRAKKA



SPIDER-MAN!
HE'S GETTING
AWAY.



THIS WOULD
BEEN A LOT MORE
PLEASANT FOR
YOU--

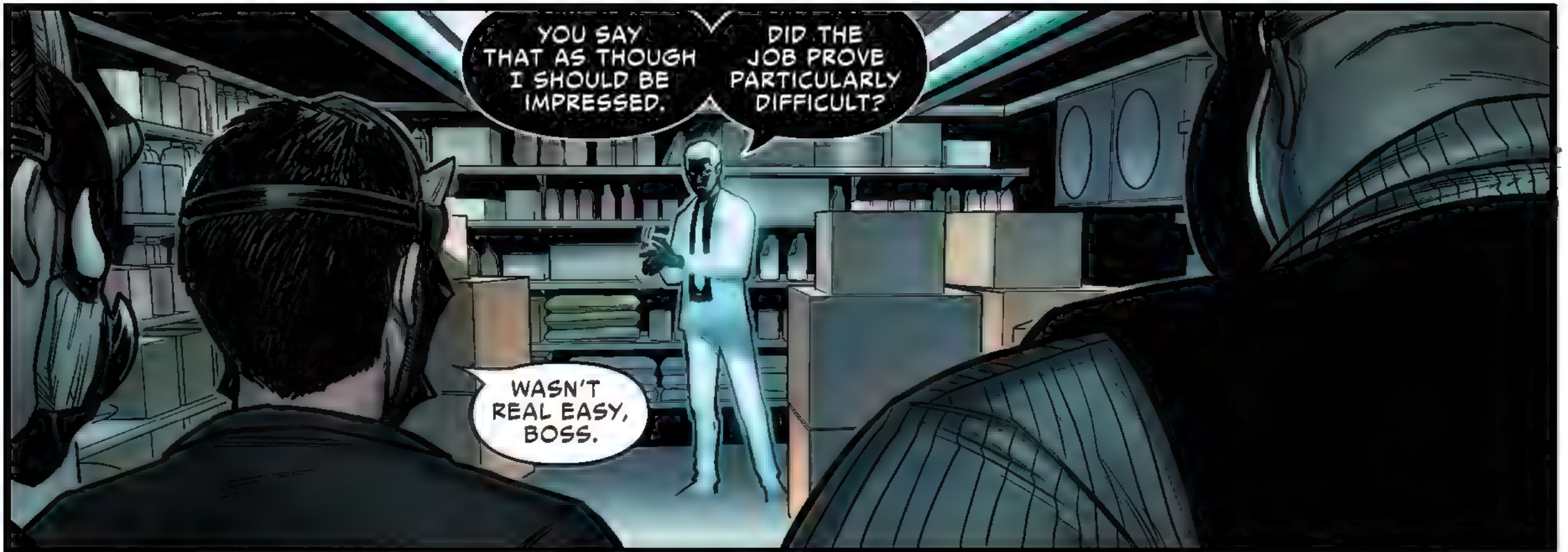
--IF YOU'D
LET ME DO IT
STEALTHY.

THINK

WHAK

THANKS...
SPIDER-MAN.

HEY, I
SAVED THE DAY. IT'S
WHAT I DO.



CONGRATULATIONS

I'M JUST WORRIED YOU'RE OVEREXTENDING YOURSELF...AND LONELY.

AUNT MAY, I'M FINE. I'M GOOD. REALLY.

NO, YOU'RE STRESSED. I CAN TELL BY LOOKING AT YOU.

SIGH
WE'RE HERE TO CELEBRATE YOU. CAN WE TALK ABOUT YOU?

YOU DON'T SMILE LIKE YOU USED TO IS ALL. NOT LIKE WHEN MJ WAS AROUND.

I THINK PETER CAN MANAGE HIS OWN LOVE LIFE, MAY.

MR. LI?

PETER! THANKS AGAIN FOR COMING.

I WOULDN'T MISS IT.

WITHOUT YOUR AUNT'S HARD WORK, THIS PLACE WOULD'VE FALLEN APART YEARS AGO.

OH, IT WOULD NOT.

I MEAN IT, MAY. IT'S YOUR TIRELESS WORK THESE LAST TEN YEARS THAT'S KEPT THIS PLACE HUMMING. KEPT THIS CITY'S HOMELESS FED AND OFF THE STREETS.

OH, STOP IT, MARTIN. F.E.A.S.T. IS YOUR VISION. YOUR TIME AND MONEY. ALL I DO IS WORK HERE.

WE ALL OWE YOU A DEBT OF GRATITUDE. THAT SHEET CAKE DOESN'T EVEN BEGIN TO REPAY.

OKAY, LET'S NOT START DISPARAGING THE CAKE.

I TAKE IT PETER PICKED OUT THE REFRESHMENTS?

HA! YES INDEED.

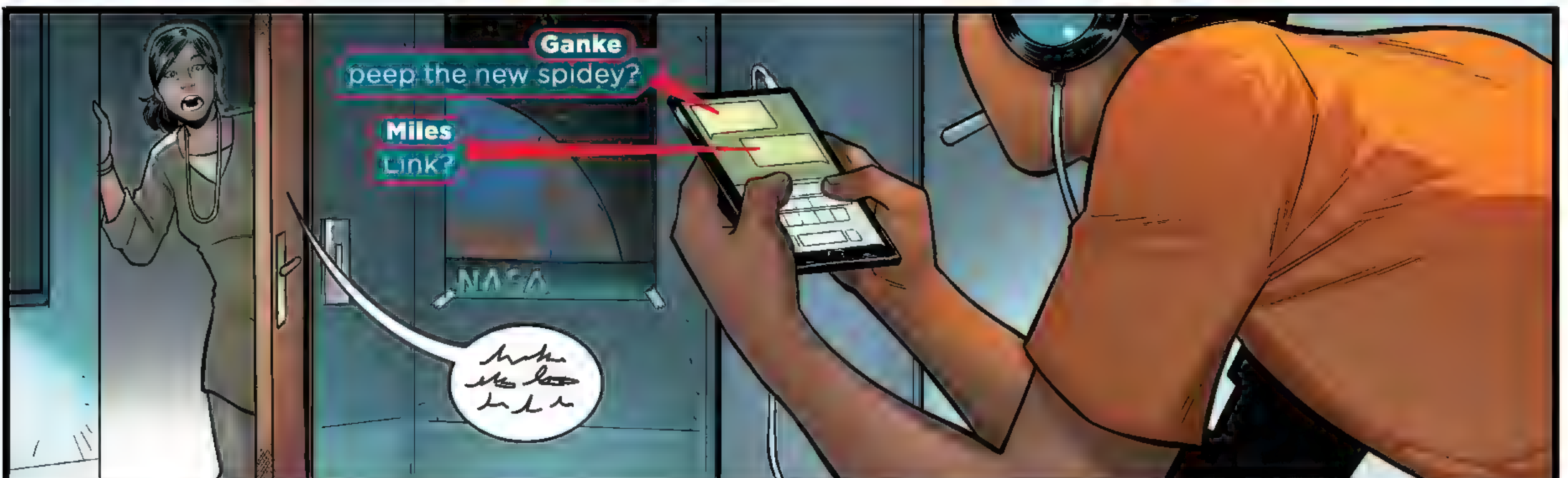
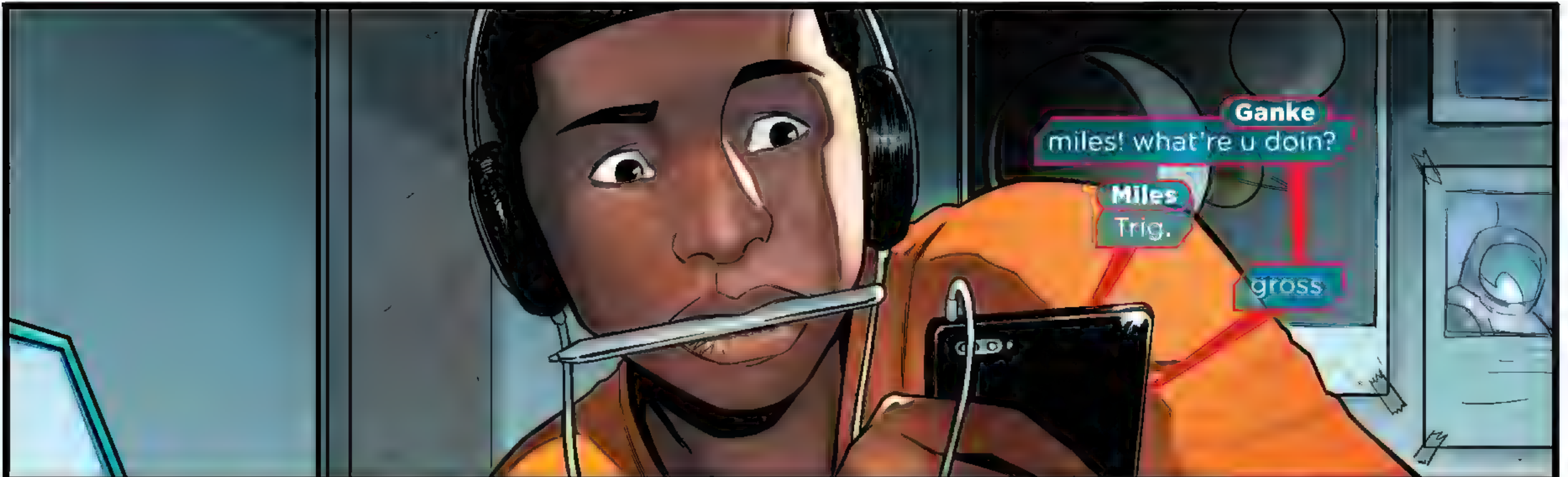
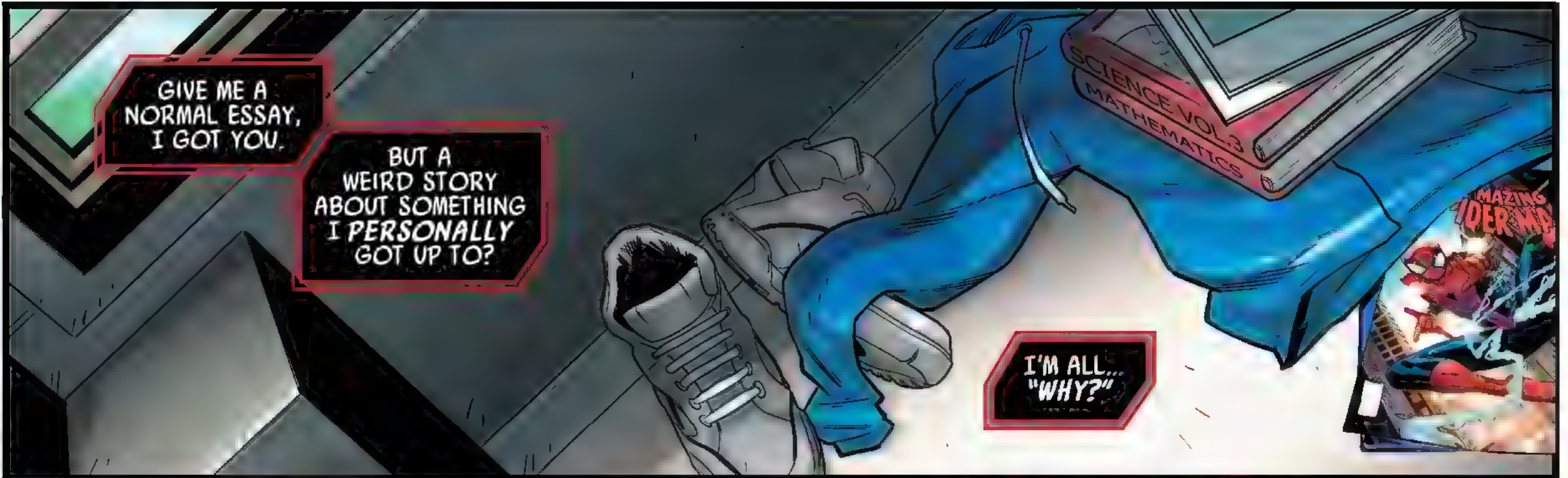
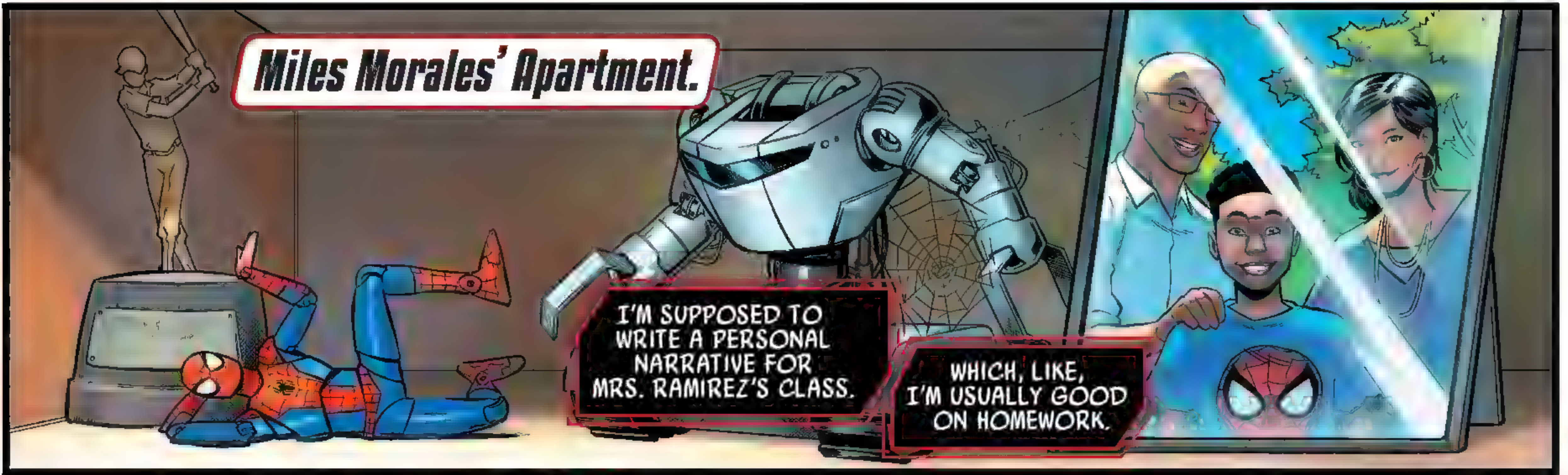
AND YOU'LL HAVE TO FINISH IT OFF WITHOUT ME, I'M AFRAID--

YOU'D MAKE BEAUTIFUL BABIES WITH THAT GIRL, IS ALL I'M SAYING.

AUNT MAY!

--I'VE GOT OTHER BUSINESS TO TAKE CARE OF.

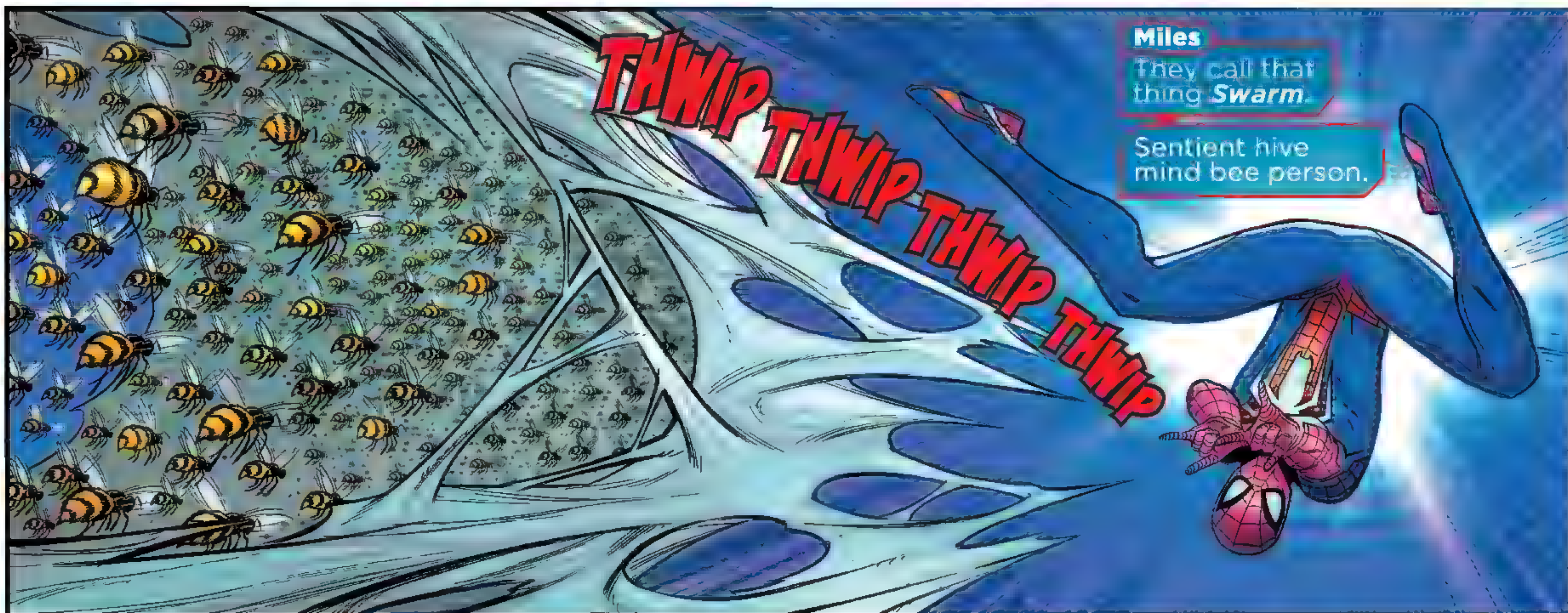






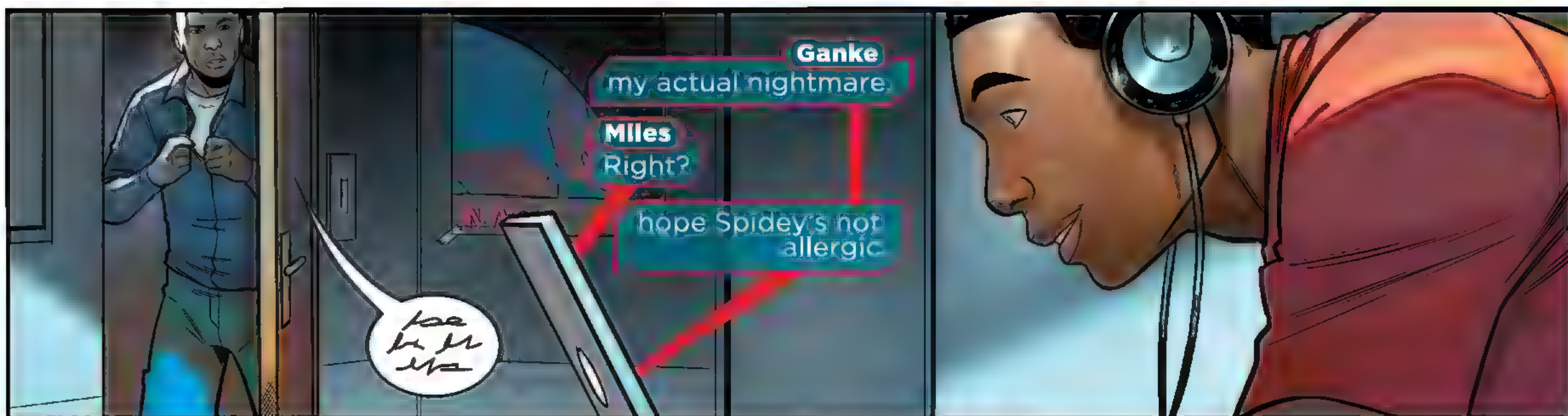
Ganke
fights a bunch
of bees.

Miles
Yeah yeah.



Miles
They call that
thing **Swarm**.

Sentient hive
mind bee person.

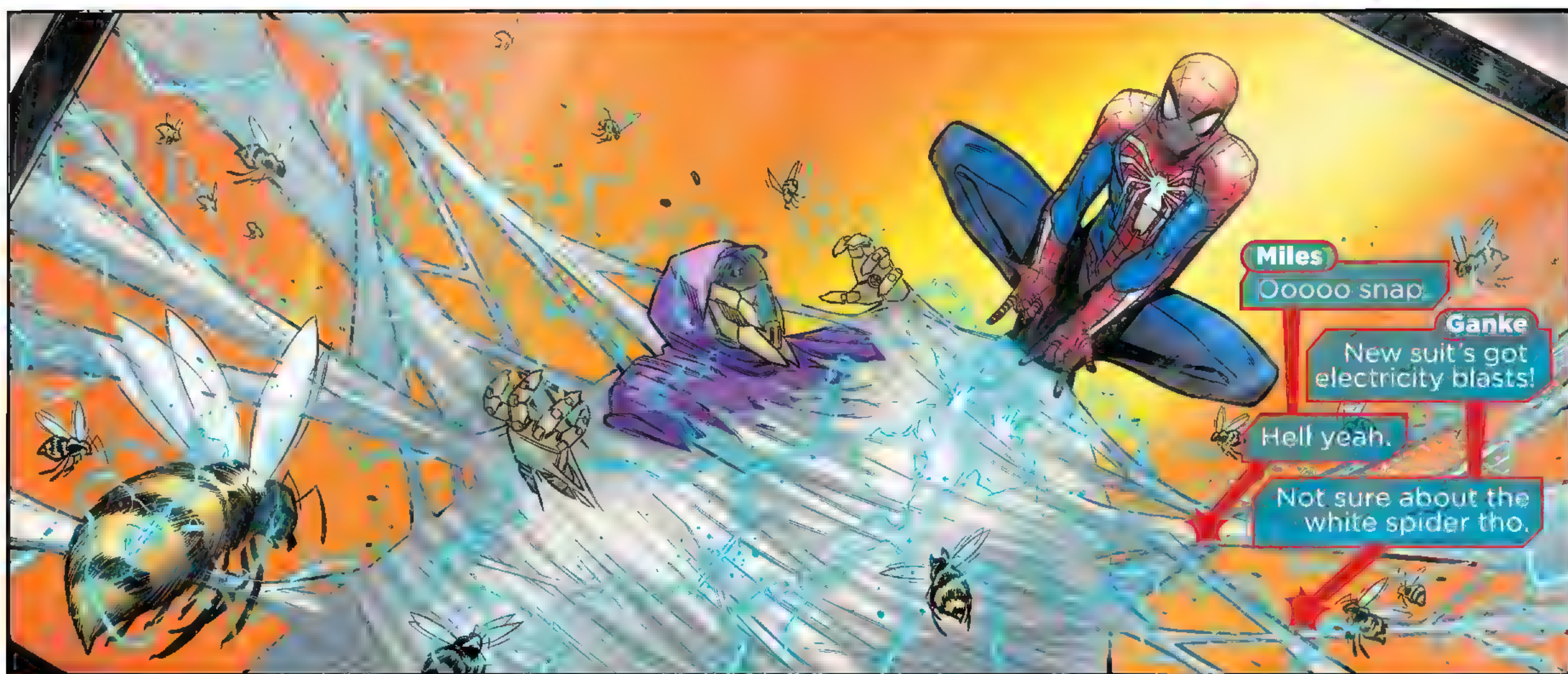


Ganke
my actual nightmare.

Miles
Right?

hope Spidey's not
allergic

for
the
the



Miles
Oooooo snap.

Ganke
New suit's got
electricity blasts!

Hell yeah.

Not sure about the
white spider tho.

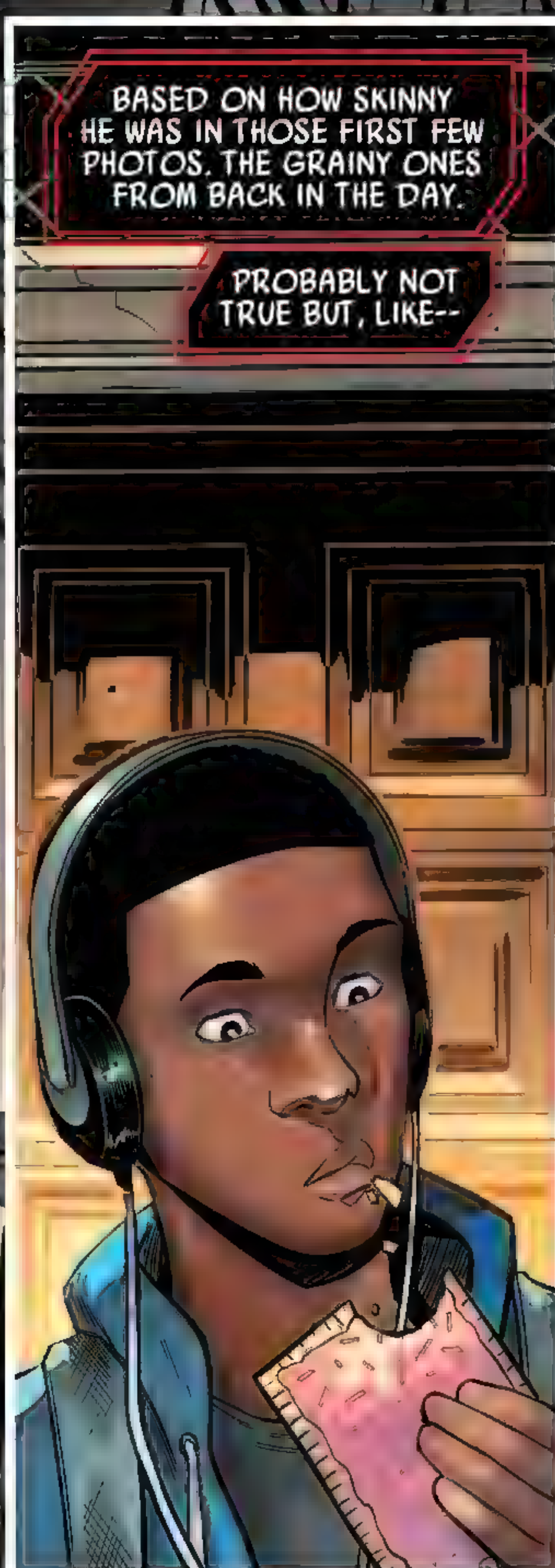


Miles
Looks dope
to m--

MILES,
YOU'RE
GONNA BE
LATE FOR
SCHOOL!

S-SORRY,
DAD.

PULL YOUR HEAD
OUT OF YOUR INTERNET
AND GET DRESSED.





Midtown.

FIRST SHOCKER, NOW SWARM...AND WHATEVER THOSE MASKED GUYS ARE GETTING UP TO.

I'M BEGINNING TO THINK FISK'S PARTING THREAT MIGHT'VE HAD TEETH.

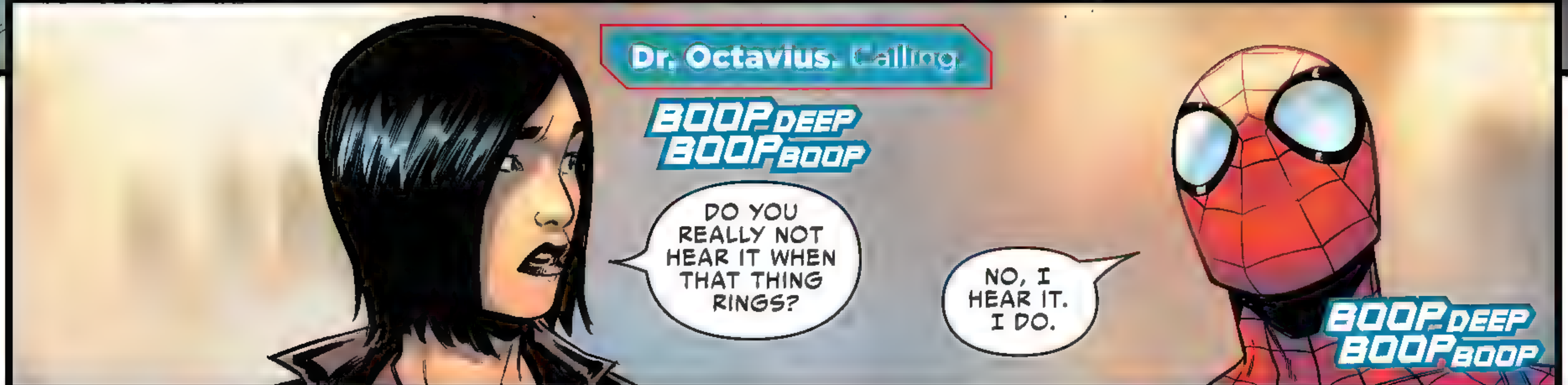
DON'T LET HIM GET IN YOUR HEAD, YURI. IT'S BEEN A BUSY WEEK FOR SURE--

BUT THERE WERE PLENTY OF YAHOOOS TO PUNCH BACK BEFORE WE DETHRONED THE KINGPIN.

BOOP DEEP BOOP BOOP

BOOP DEEP BOOP BOOP

BOOP DEEP BOOP BOOP



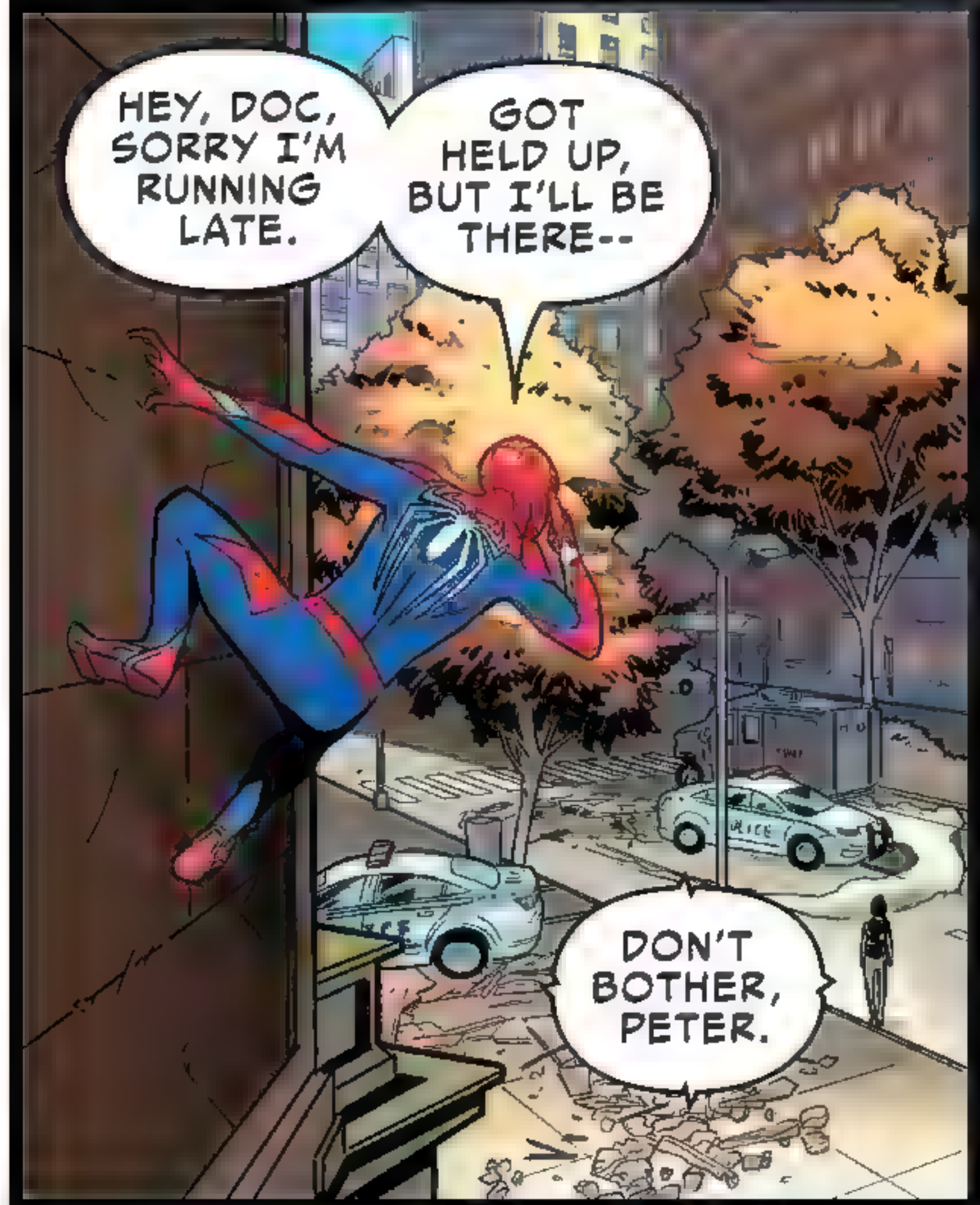
Dr. Octavius: Calling

BOOP DEEP BOOP BOOP

DO YOU REALLY NOT HEAR IT WHEN THAT THING RINGS?

NO, I HEAR IT. I DO.

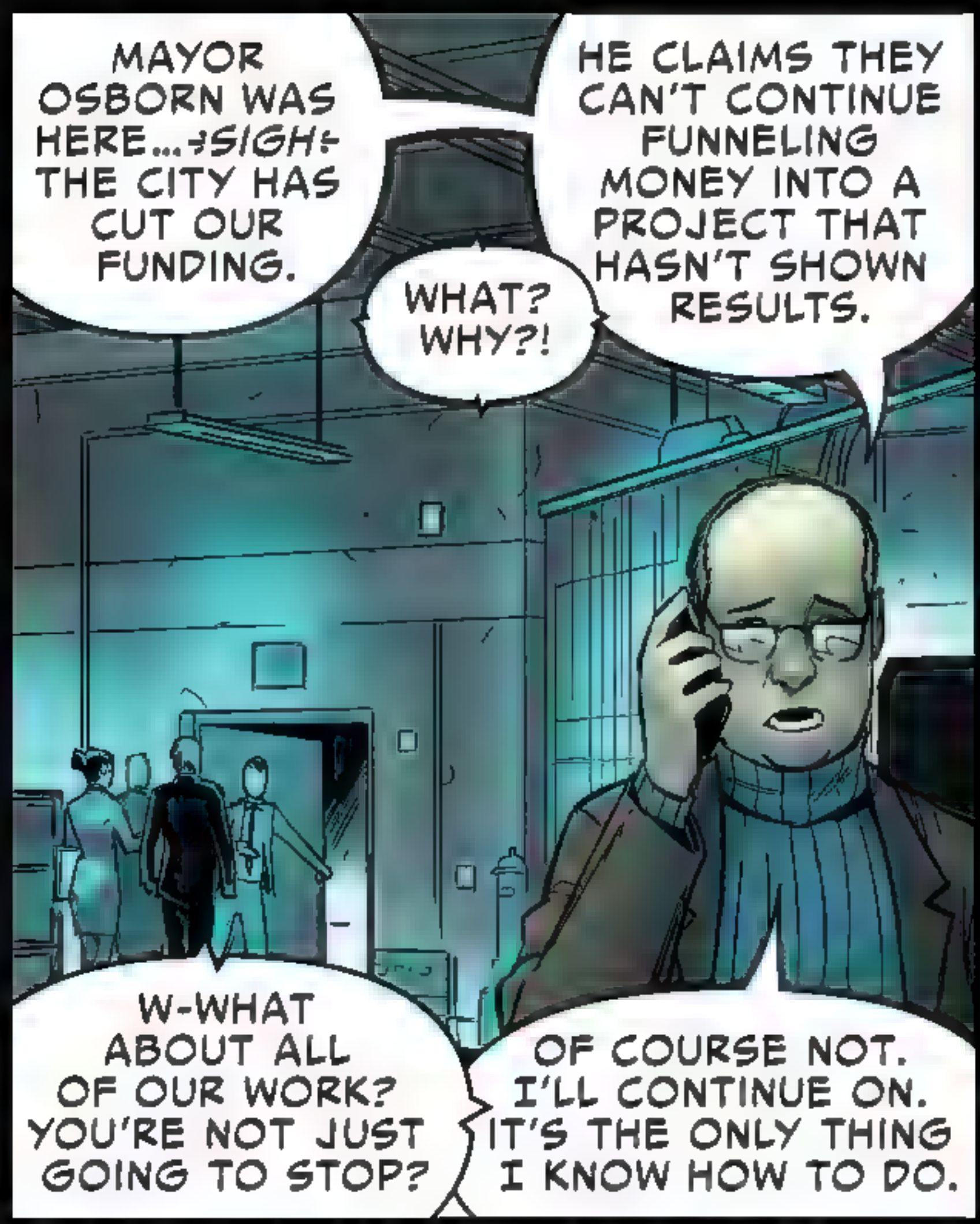
BOOP DEEP BOOP BOOP



HEY, DOC, SORRY I'M RUNNING LATE.

GOT HELD UP, BUT I'LL BE THERE--

DON'T BOTHER, PETER.



MAYOR OSBORN WAS HERE...SIGH...THE CITY HAS CUT OUR FUNDING.

WHAT? WHY?!

HE CLAIMS THEY CAN'T CONTINUE FUNNELING MONEY INTO A PROJECT THAT HASN'T SHOWN RESULTS.

W-WHAT ABOUT ALL OF OUR WORK? YOU'RE NOT JUST GOING TO STOP?

OF COURSE NOT. I'LL CONTINUE ON. IT'S THE ONLY THING I KNOW HOW TO DO.



BUT I'LL HAVE TO DO IT ALONE.

THERE'S JUST NO WAY I CAN AFFORD TO CONTINUE PAYING YOU.

OTTO, NO...I DON'T CARE ABOUT THAT.

WE'LL MAKE IT WORK. I WON'T LEAVE YOU HIGH AND DRY.



EVERYTHING OKAY?

OH, YOU KNOW, JUST BIG FANCY SUPER HERO PROBLEMS. TALKING TO A CONTRACTOR ABOUT ADDING A HELICOPTER PAD TO MY SECRET UNDERGROUND SPIDER-LAIR.

REALLY?

NO.

That night.

PULLING
UP TO FISK'S
SHIPYARD
NOW.

LOOKS
PRETTY
QUIET FROM
OUT--

WAIT.

HATE TO SAY
IT, BUT WE CAN'T
HAVE VIGILANTES
TRESPASSING OR
DOING ILLEGAL
SEARCHES.

WORST PART
OF BEING
ME...ALWAYS
ACCIDENTALLY
BREAKING
THE LAW.

WELL, THAT AND THE
CHAFING. SUIT'S TIGHT.
SOMETIMES I GET
CHAFING.

THINK WE
CAN LET THE
TRESPASSING
SLIDE? JUST
THIS ONCE?

NO...BUT
THAT'S WHY I
BROUGHT THE
WARRANT.

OFFICER
DAVIS. AND
YOU ARE?

UHH...
I'M...SPIDER-
MAN.

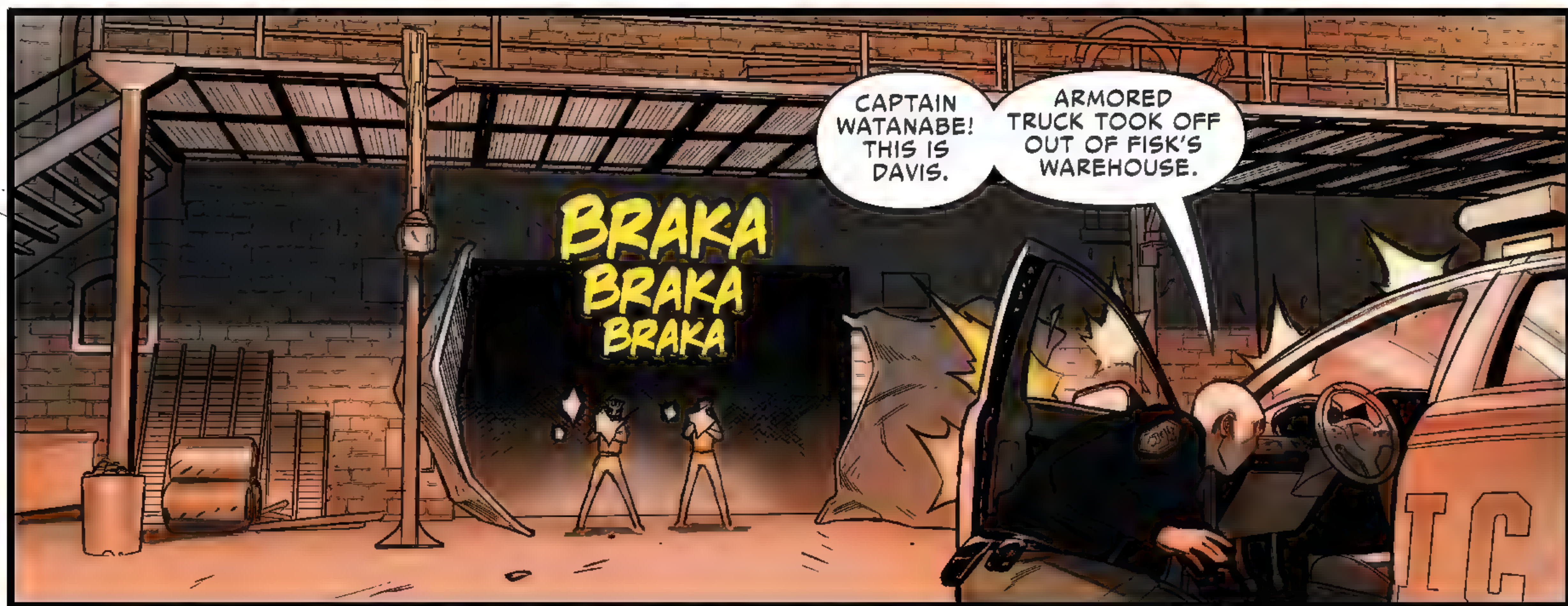
JUST MESSING
WITH YOU. MY SON'S
A BIG FAN. WATCHES VIDEOS
OF YOU IN ACTION. LOUDLY.
ALL HOURS OF THE NIGHT.

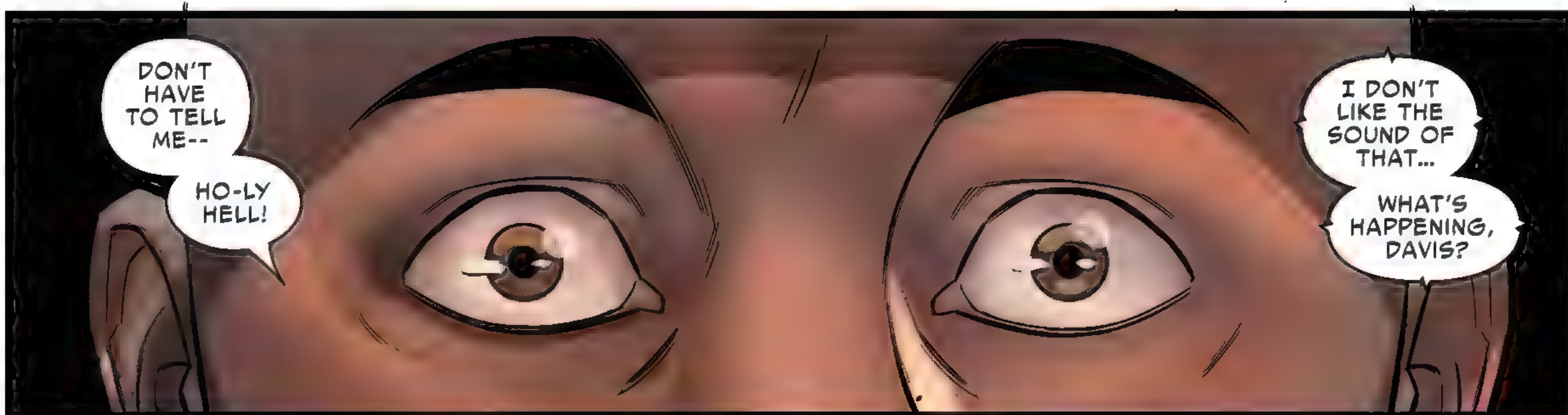
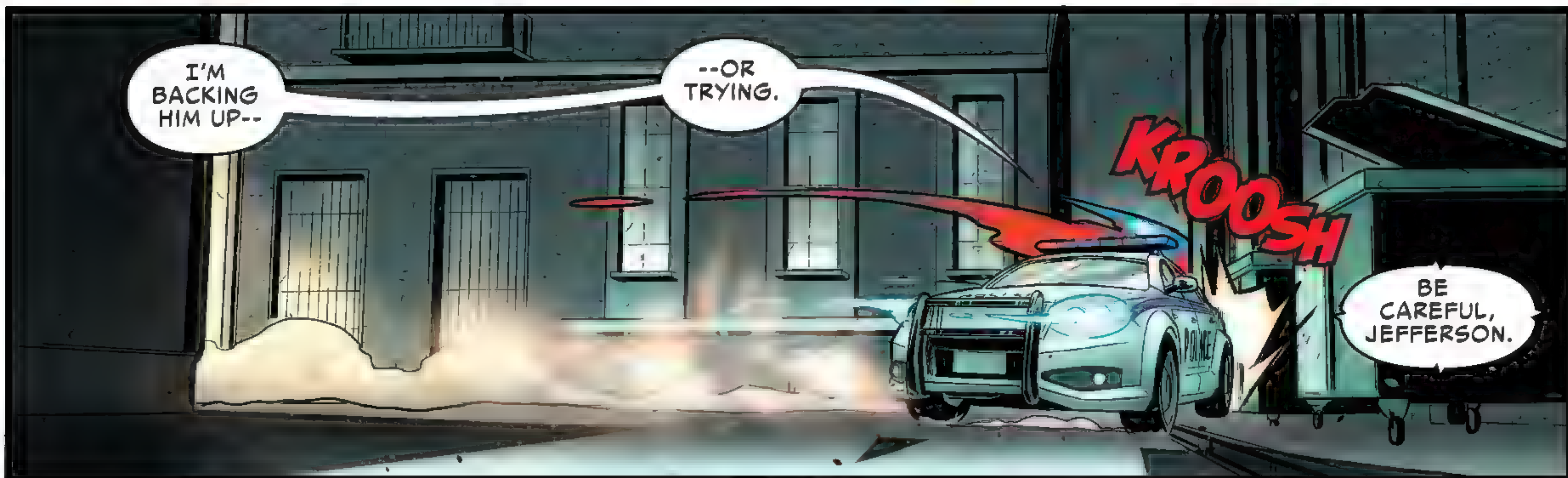
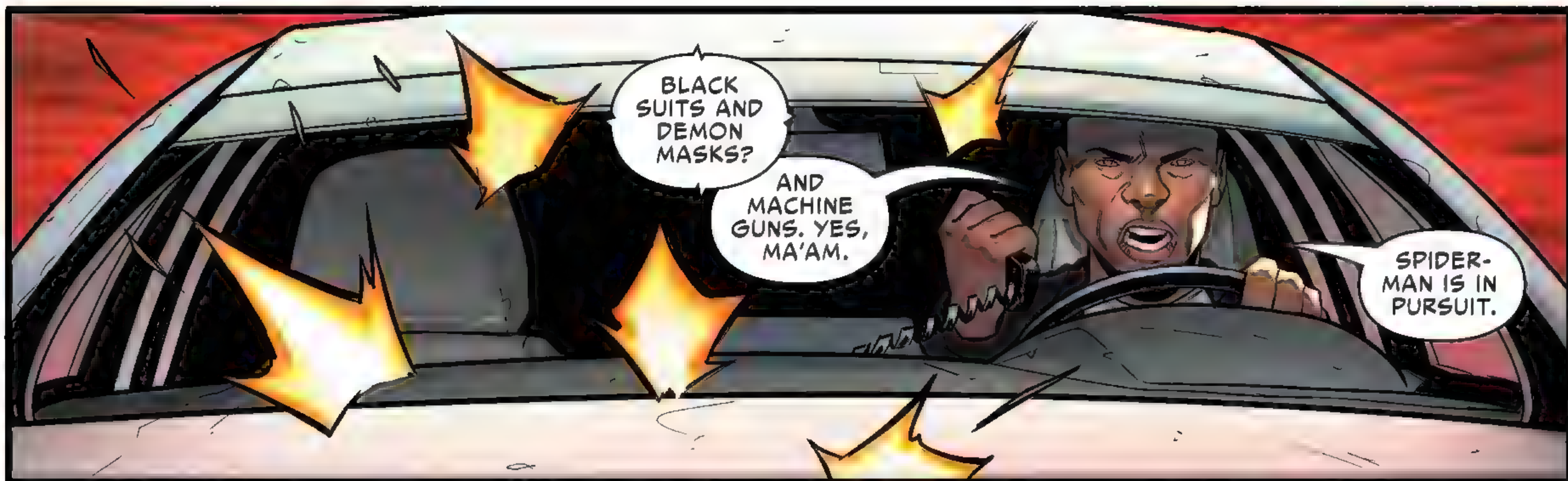
SORRY
ABOUT
THAT.

DON'T
BE.

DOES
THAT WARRANT
COVER BREAKING
DOWN GIANT METAL
DOORS?

NOT
WITHOUT
A LOT OF
EXTRA--





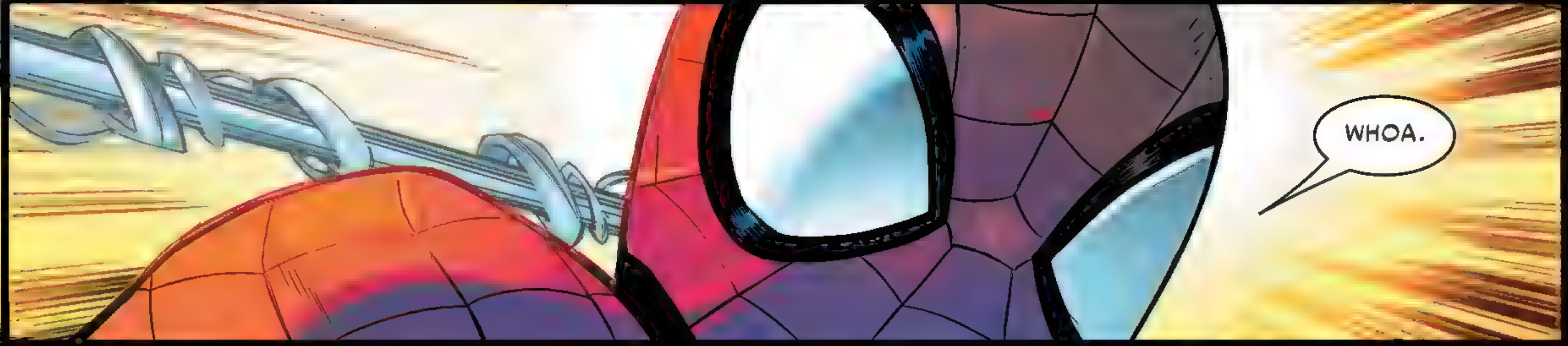


--BACK!

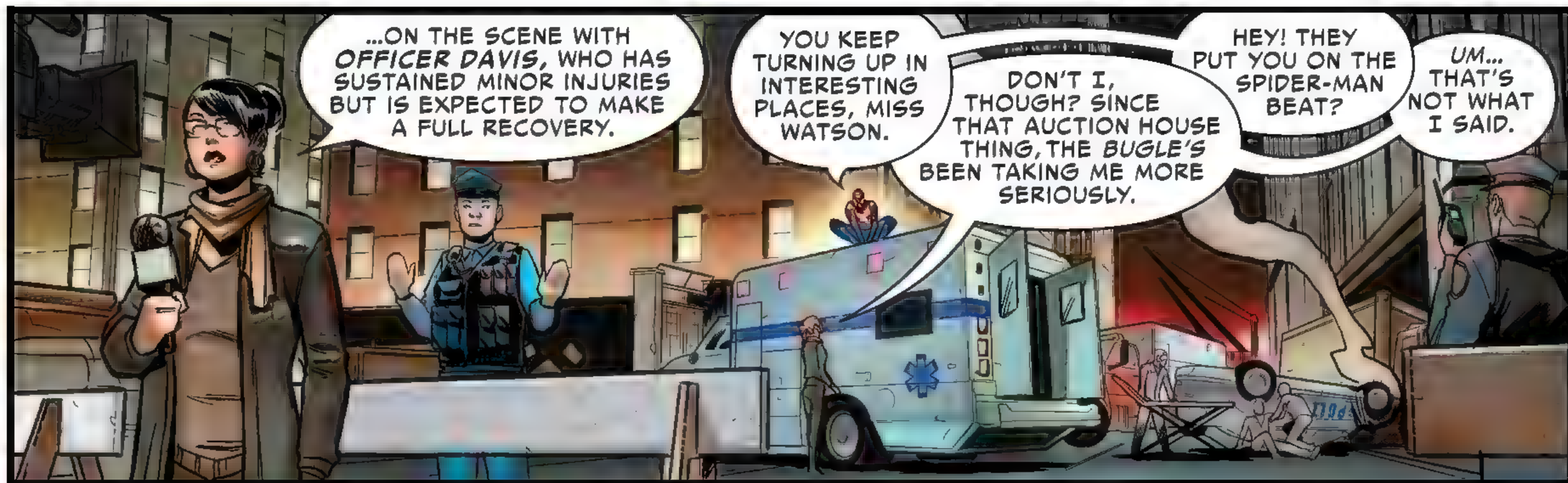
ALL UNITS.
ARMED ROBBERY
IN PROGRESS. HIGH-
SPEED CHASE.
OFFICER IN
PERIL.

KA-ROOOOSH

CALL ME



WHOA.



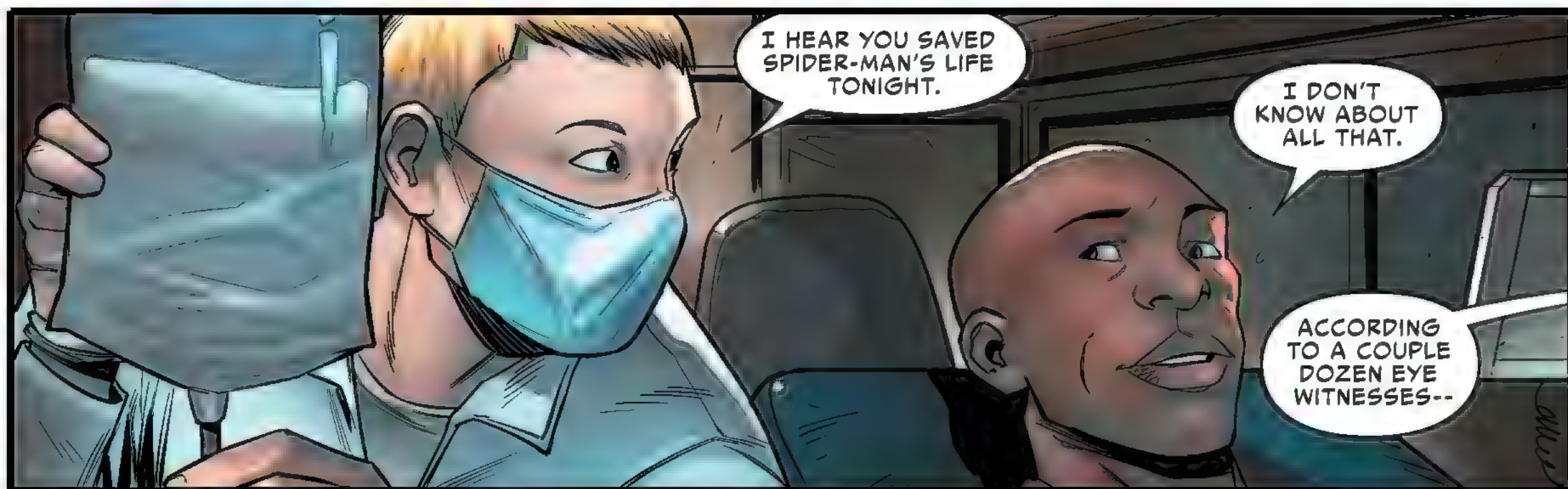
...ON THE SCENE WITH OFFICER DAVIS, WHO HAS SUSTAINED MINOR INJURIES BUT IS EXPECTED TO MAKE A FULL RECOVERY.

YOU KEEP TURNING UP IN INTERESTING PLACES, MISS WATSON.

DON'T I, THOUGH? SINCE THAT AUCTION HOUSE THING, THE BUGLE'S BEEN TAKING ME MORE SERIOUSLY.

HEY! THEY PUT YOU ON THE SPIDER-MAN BEAT?

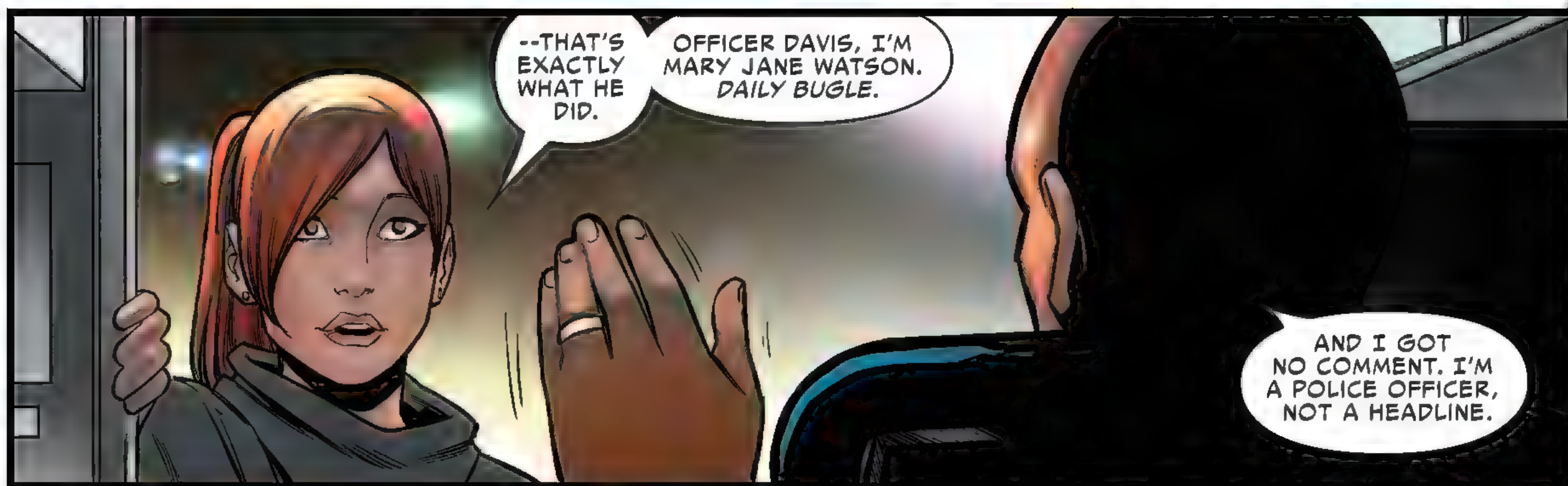
UM... THAT'S NOT WHAT I SAID.



I HEAR YOU SAVED SPIDER-MAN'S LIFE TONIGHT.

I DON'T KNOW ABOUT ALL THAT.

ACCORDING TO A COUPLE DOZEN EYE WITNESSES--



--THAT'S EXACTLY WHAT HE DID.

OFFICER DAVIS, I'M MARY JANE WATSON. DAILY BUGLE.

AND I GOT NO COMMENT. I'M A POLICE OFFICER, NOT A HEADLINE.



THEY'RE GOING TO TELL SOME KIND OF STORY WHETHER YOU LIKE IT OR NOT.

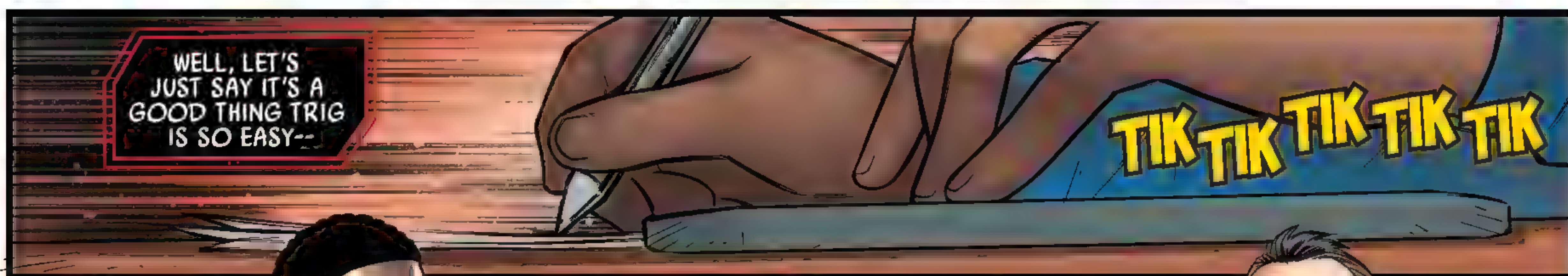
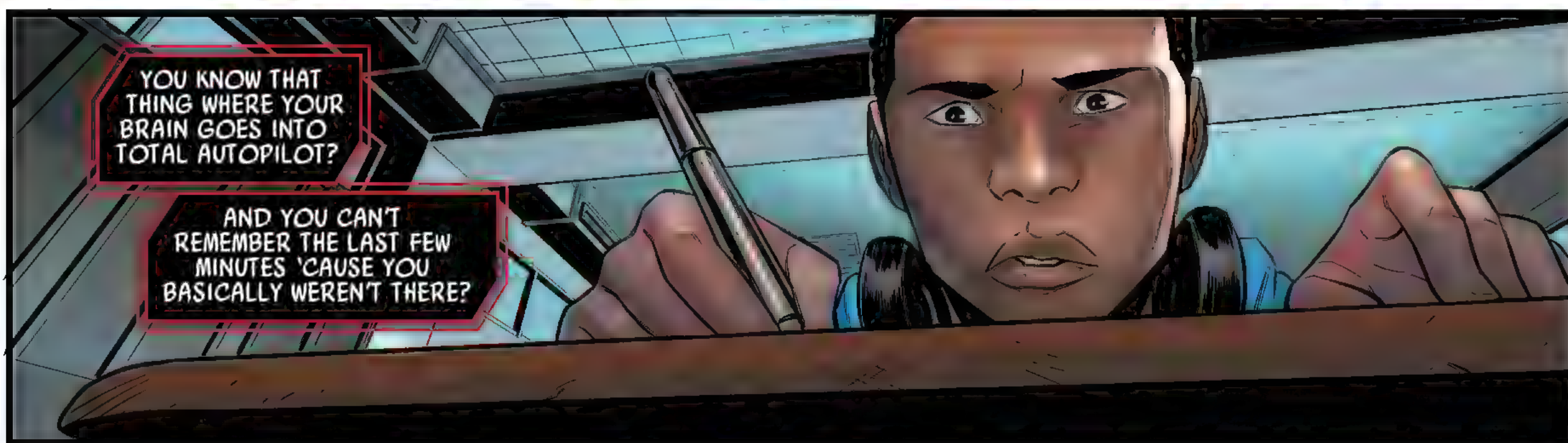
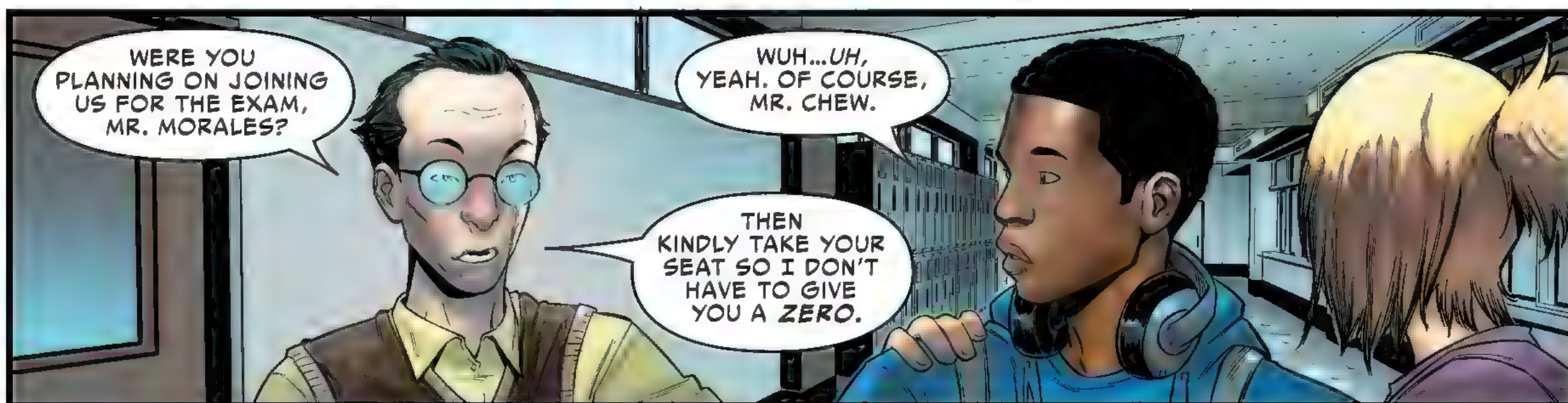
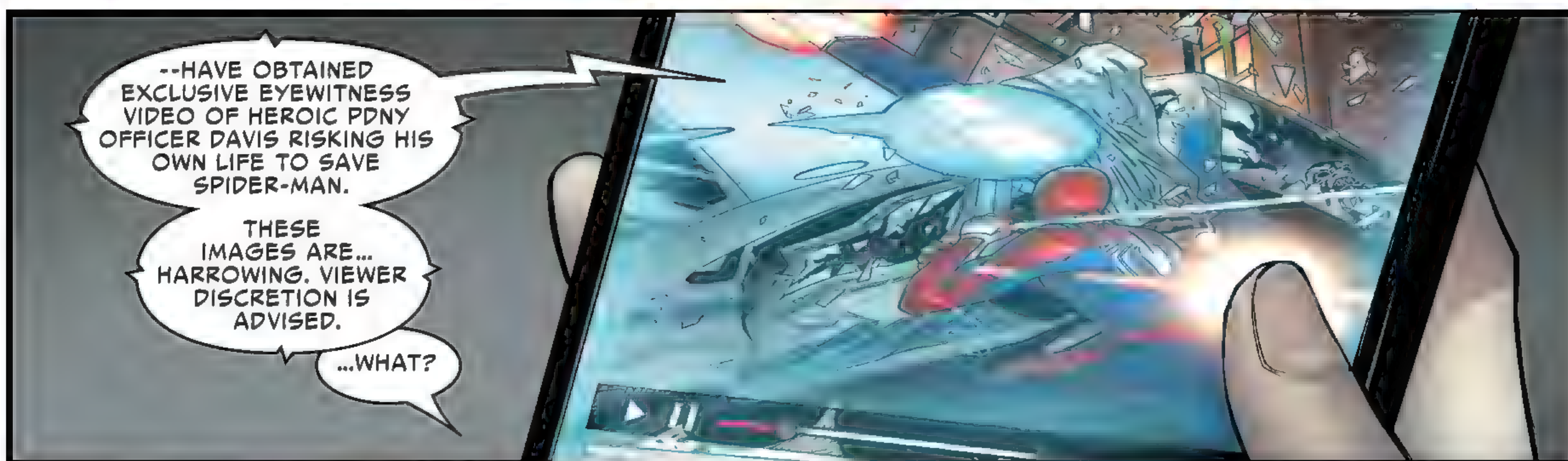
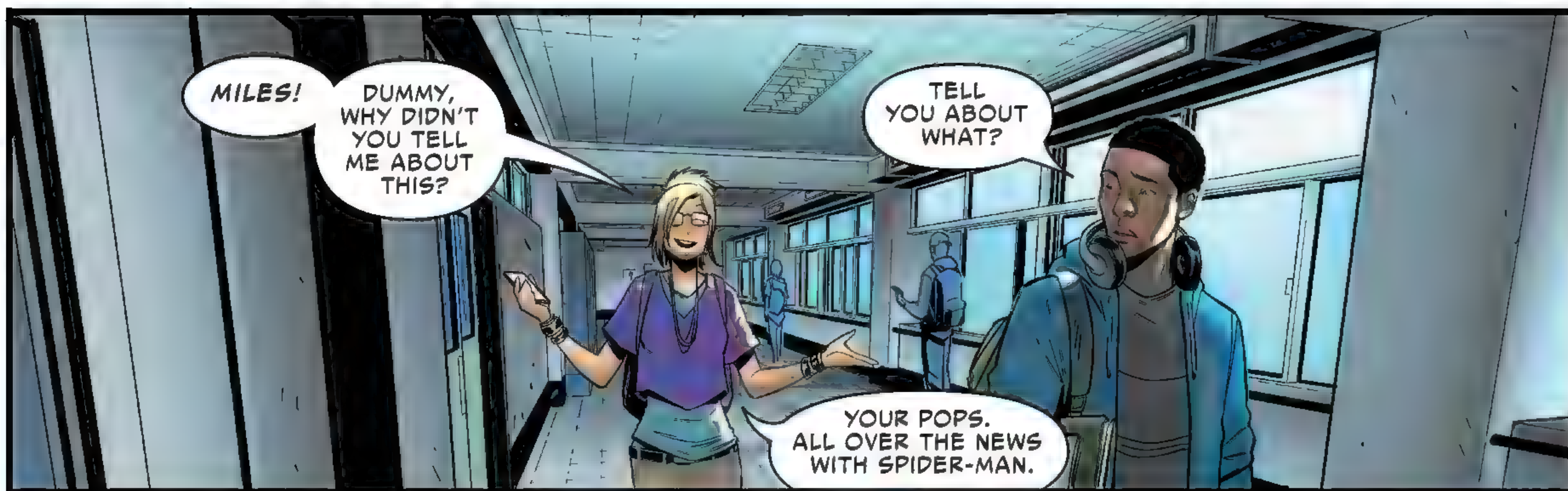
WOULDN'T YOU RATHER WE MAKE SURE IT'S TRUE?



HEH. YOU ARGUE LIKE MY KID. WHAT'S YOUR ANGLE?

I DON'T HAVE ONE. I JUST LISTEN.

OKAY. HOP IN.



THE INTERVIEW
THING SAID DAD'S
OKAY BUT STILL...

...HOW'RE YOU GONNA
LET THE INTERNET
TELL ME YOU'RE IN
THE HOSPITAL?!

ALSO... MY
ACTUAL DAD HUNG
OUT WITH--

--SPIDER-MAN.

KAROOOSH



UHHH...

A vertical inset panel showing a close-up of a man's face. He has a shocked expression, with wide eyes and an open mouth. He is wearing a blue jacket with a white collar.

A vertical inset panel showing a close-up of a man's face. He has a shocked expression, with wide eyes and an open mouth. He is wearing a blue jacket with a white collar. A speech bubble next to him says "SICK."





FOR SOME REASON THAT PUN ALWAYS FALLS APART AT THE END.

THAT WAS...

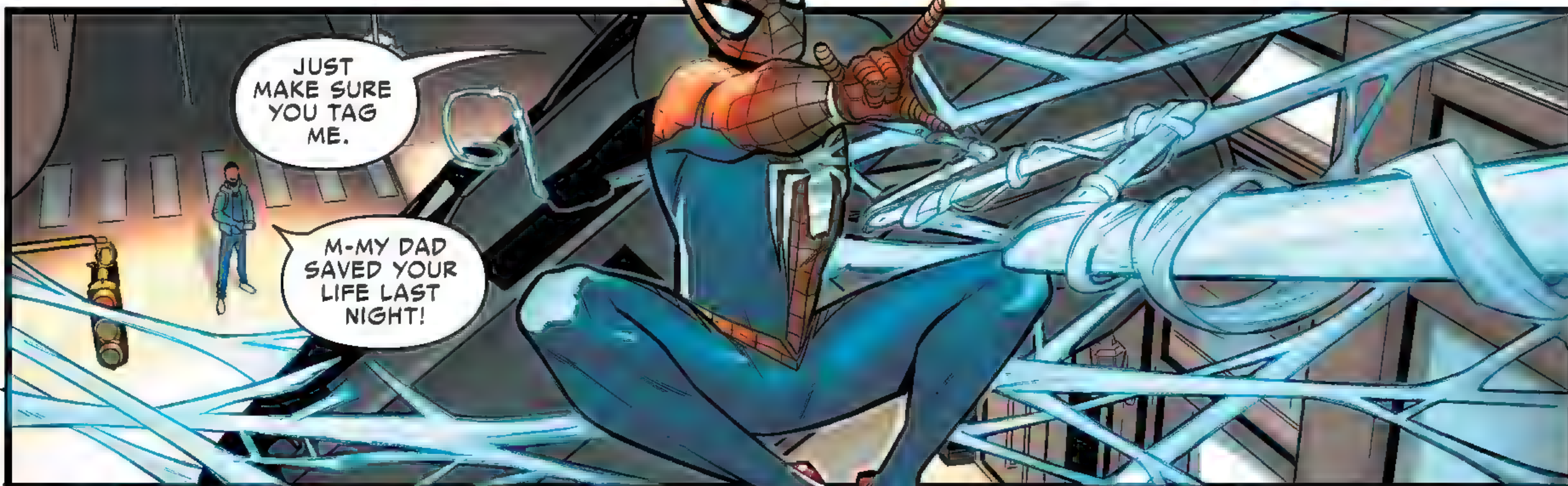


...AMAZING.

AND HEY, IF YOU FRAMED THAT SHOT RIGHT, IT MIGHT JUST PUT YOU THROUGH COLLEGE.

REALLY?

WELL, A GREAT MEME IF NOTHING ELSE.



JUST MAKE SURE YOU TAG ME.

M-MY DAD SAVED YOUR LIFE LAST NIGHT!



SMALL WORLD. YOU'LL HAVE TO THANK HIM FOR ME.

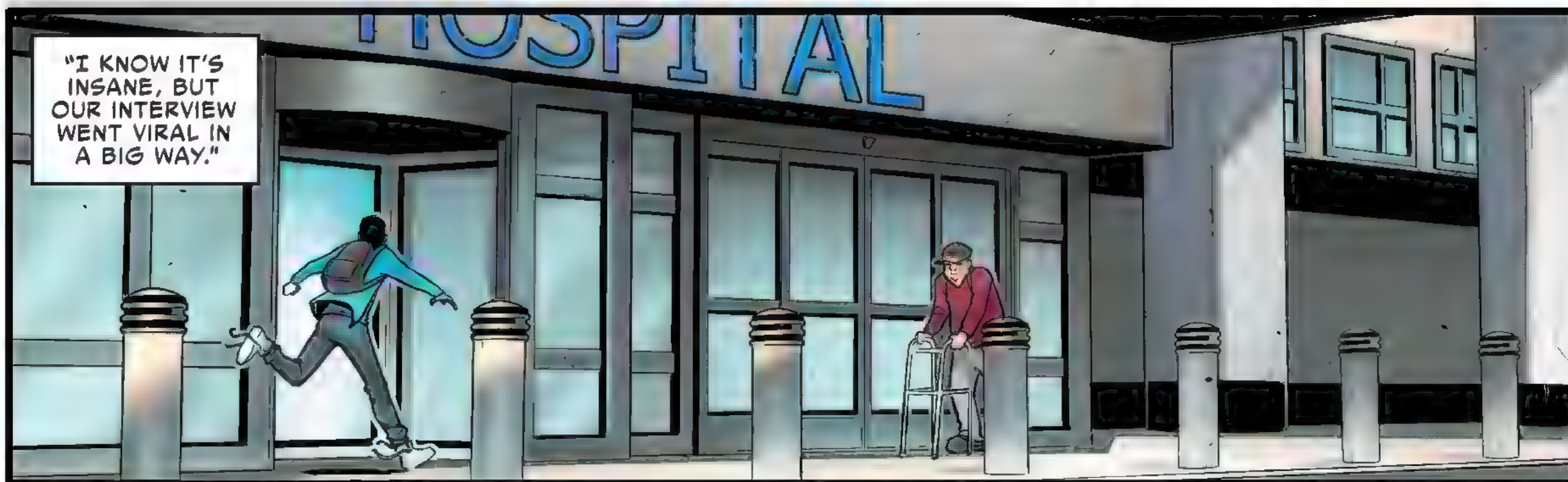
YEAH, YEAH. GOING THERE RIGHT NOW. I WILL. I TOTALLY WILL!

I KNOW, I'M A FANBOY. THAT WAS AWFUL.

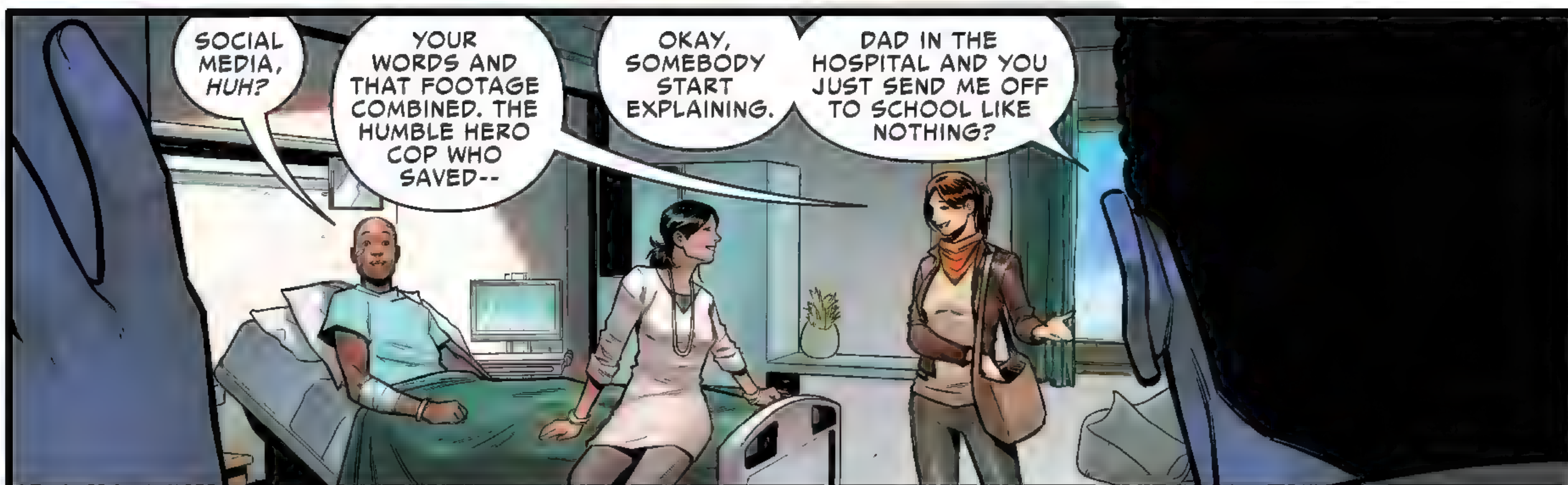
SILVER LINING THOUGH--

--I FINALLY GOT SOMETHING TO WRITE ABOUT--

--THAT'S GONNA HAVE MRS. RAMIREZ ON THE EDGE OF HER SEAT.



"I KNOW IT'S INSANE, BUT OUR INTERVIEW WENT VIRAL IN A BIG WAY."

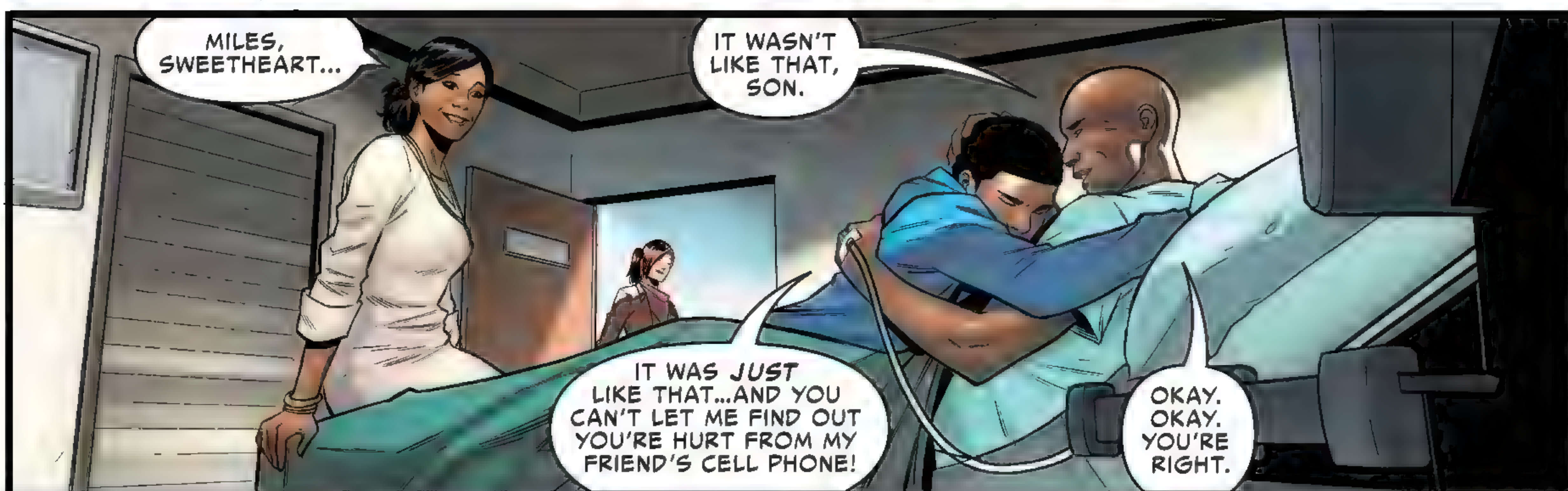


SOCIAL MEDIA, HUH?

YOUR WORDS AND THAT FOOTAGE COMBINED. THE HUMBLE HERO COP WHO SAVED--

OKAY, SOMEBODY START EXPLAINING.

DAD IN THE HOSPITAL AND YOU JUST SEND ME OFF TO SCHOOL LIKE NOTHING?



MILES, SWEETHEART...

IT WASN'T LIKE THAT, SON.

IT WAS JUST LIKE THAT...AND YOU CAN'T LET ME FIND OUT YOU'RE HURT FROM MY FRIEND'S CELL PHONE!

OKAY. OKAY. YOU'RE RIGHT.



I'LL JUST MAKE A QUICK CALL...GIVE YOU SOME PRIVACY.



I JUST WATCHED SPIDER-MAN STOP A HELICOPTER CRASH--

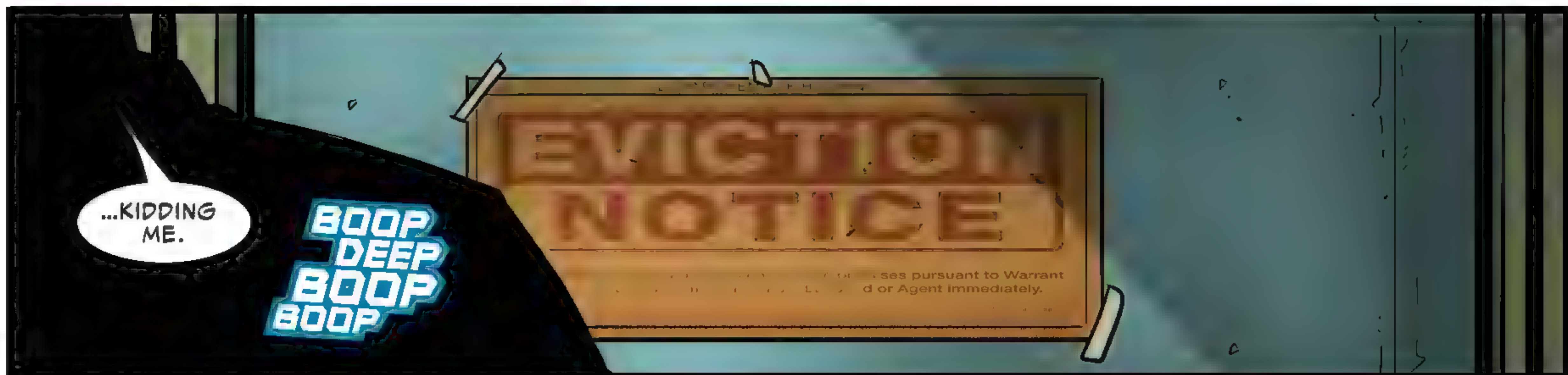
WAIT. YOU WHAT?

YEAH, BIG SPIDERWEB IN THE SKY AND I WAS ALL "PEACE, SPIDEY. GOTTA GO CHECK ON MY DAD." THAT'S HOW WORRIED I WAS.

I'M SORRY, SON. DAD'S JUST FINE.

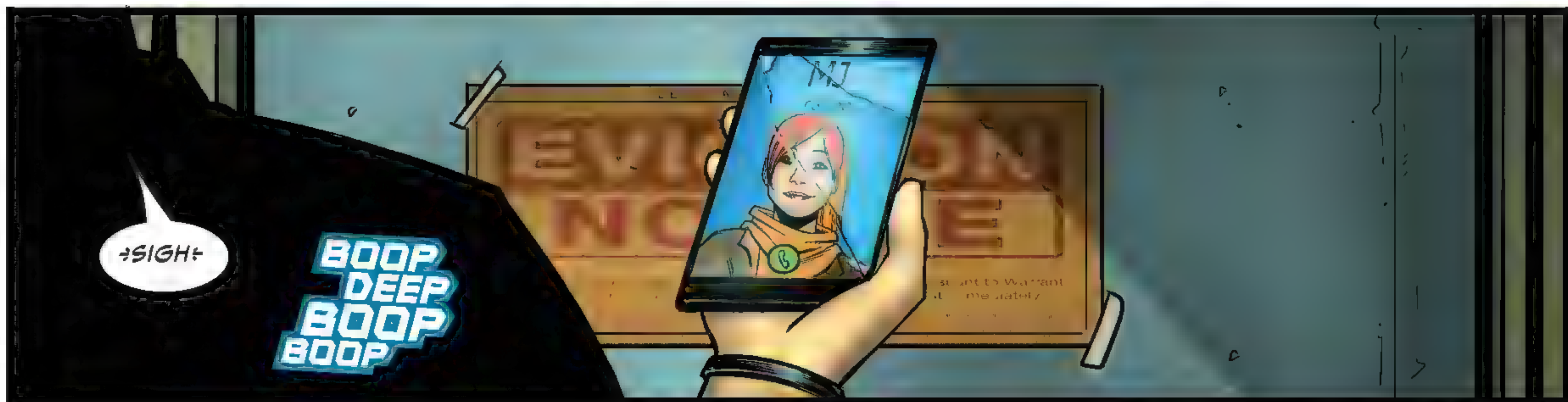


YOU'VE...
GOTTA BE...



...KIDDING
ME.

BOOP
DEEP
BOOP
BOOP



~SIGH~

BOOP
DEEP
BOOP
BOOP



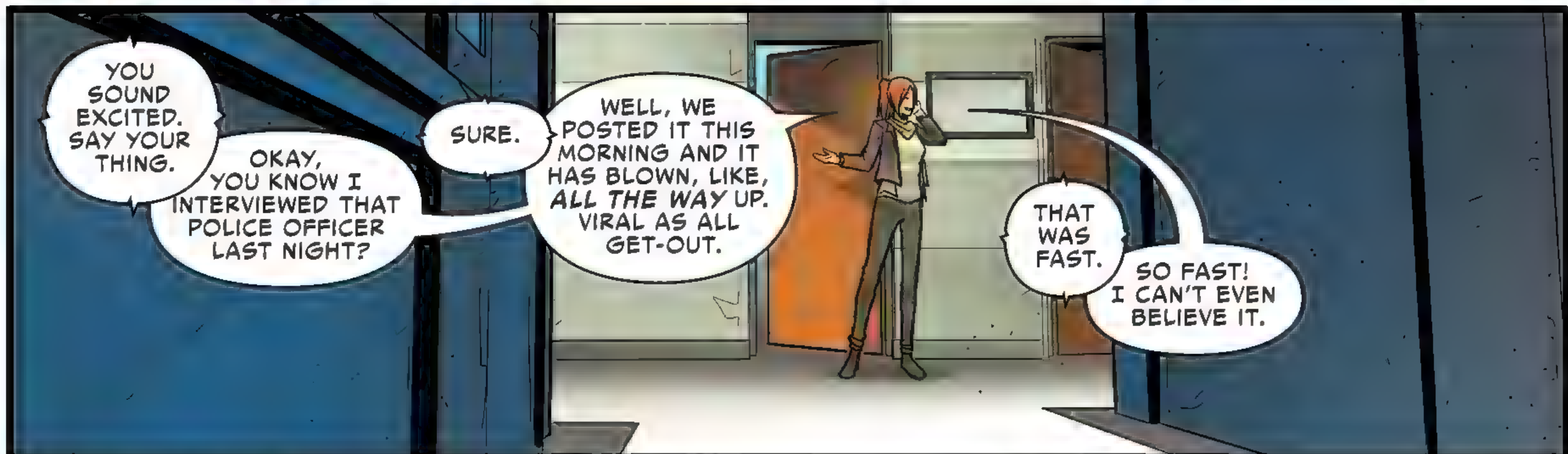
HEY, MJ...
WHAT'S
UP?

PETER,
WHAT'S
WRONG?

NOTHING...
NOTHING'S
WRONG.

YEAH,
SOMETHING
TOTALLY IS.
I CAN HEAR
IT IN YOUR
VOICE.

JUST
TIRED IS
ALL.



YOU
SOUND
EXCITED.
SAY YOUR
THING.

OKAY,
YOU KNOW I
INTERVIEWED THAT
POLICE OFFICER
LAST NIGHT?

SURE.

WELL, WE
POSTED IT THIS
MORNING AND IT
HAS BLOWN, LIKE,
ALL THE WAY UP.
VIRAL AS ALL
GET-OUT.

THAT
WAS
FAST.

SO FAST!
I CAN'T EVEN
BELIEVE IT.

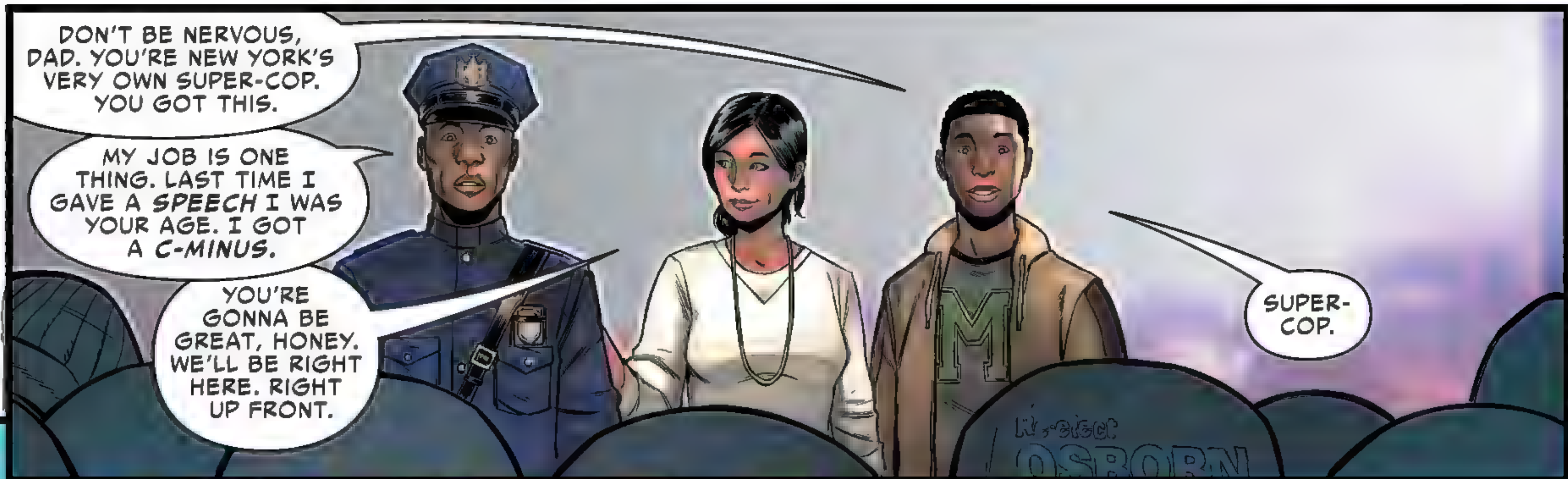


OSBORN'S
OFFICE JUST CALLED
AND THEY WANT TO
LEAN INTO IT. THE
MAYOR WANTS TO HAVE
AN EVENT AT CITY HALL.
HE'S GIVING JEFFERSON
SOME SORT OF
MEDAL.

WOW.

I KNOW
IT'S WEIRD BUT
I'M NERVOUS. WILL
YOU...COME
WITH ME?

WOULDN'T
MISS IT FOR
THE WORLD.

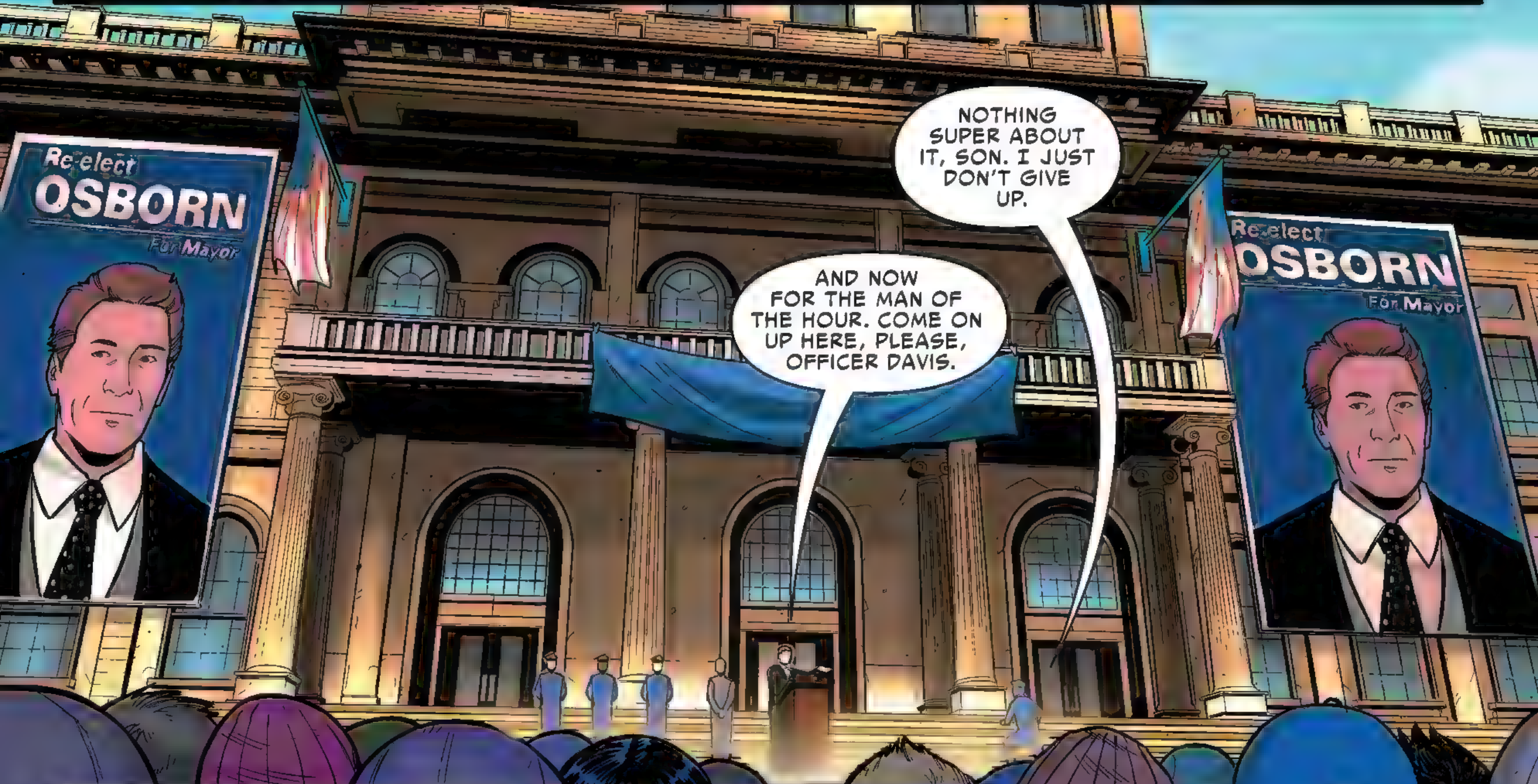


DON'T BE NERVOUS, DAD. YOU'RE NEW YORK'S VERY OWN SUPER-COP. YOU GOT THIS.

MY JOB IS ONE THING. LAST TIME I GAVE A *SPEECH* I WAS YOUR AGE. I GOT A C-MINUS.

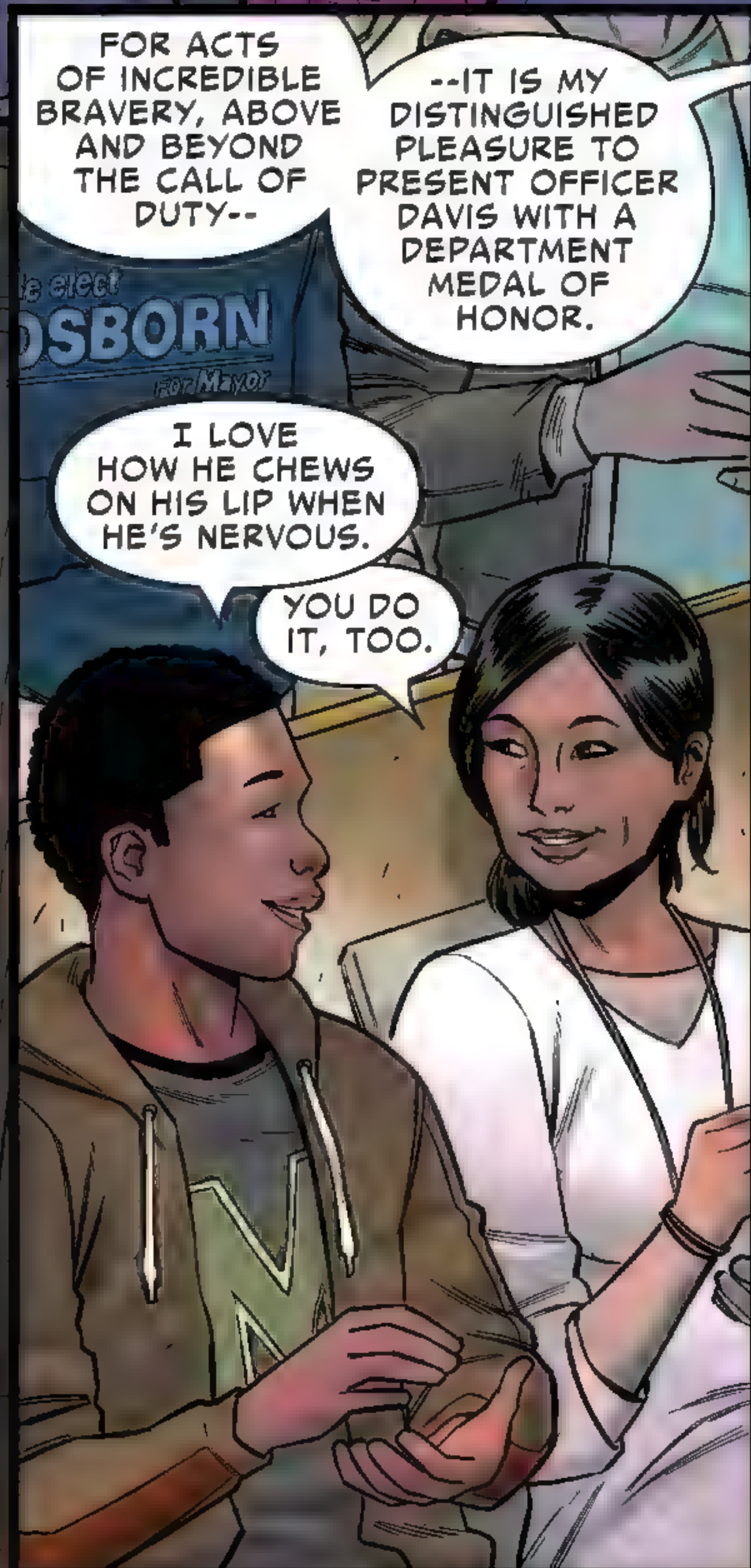
YOU'RE GONNA BE GREAT, HONEY. WE'LL BE RIGHT HERE. RIGHT UP FRONT.

SUPER-COP.



NOTHING SUPER ABOUT IT, SON. I JUST DON'T GIVE UP.

AND NOW FOR THE MAN OF THE HOUR. COME ON UP HERE, PLEASE, OFFICER DAVIS.



FOR ACTS OF INCREDIBLE BRAVERY, ABOVE AND BEYOND THE CALL OF DUTY--

--IT IS MY DISTINGUISHED PLEASURE TO PRESENT OFFICER DAVIS WITH A DEPARTMENT MEDAL OF HONOR.

I LOVE HOW HE CHEWS ON HIS LIP WHEN HE'S NERVOUS.

YOU DO IT, TOO.



HEH. HE LOOKS GOOD UP THERE.

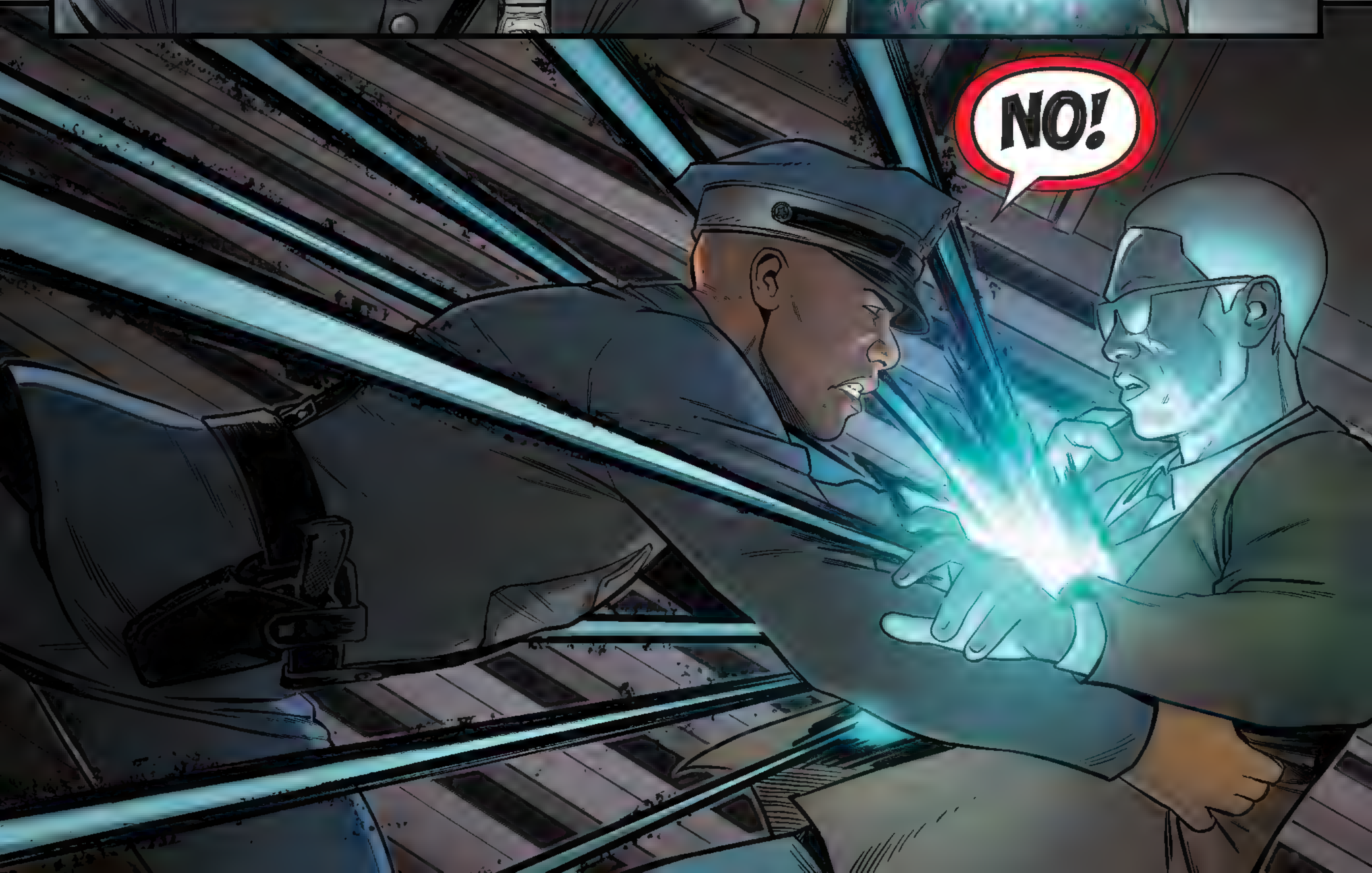
YOU DON'T HAVE TO TELL ME.

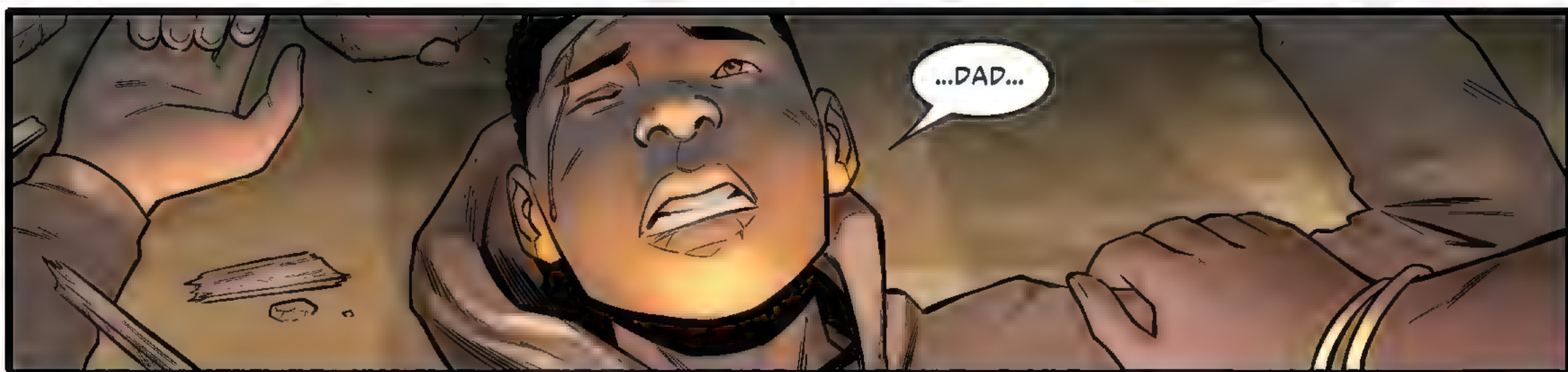
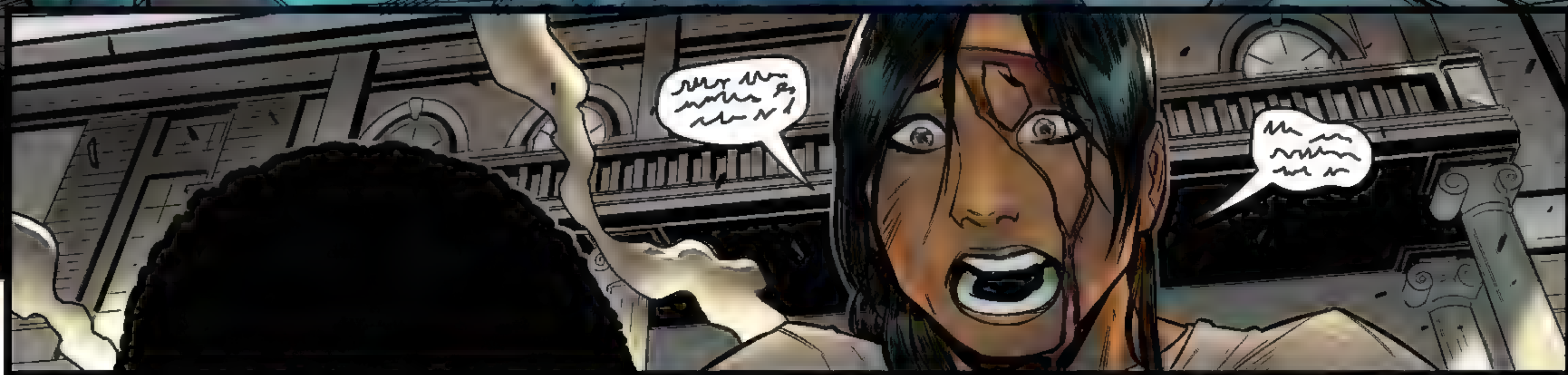
GROSS.



THANK YOU, MR. MAYOR.

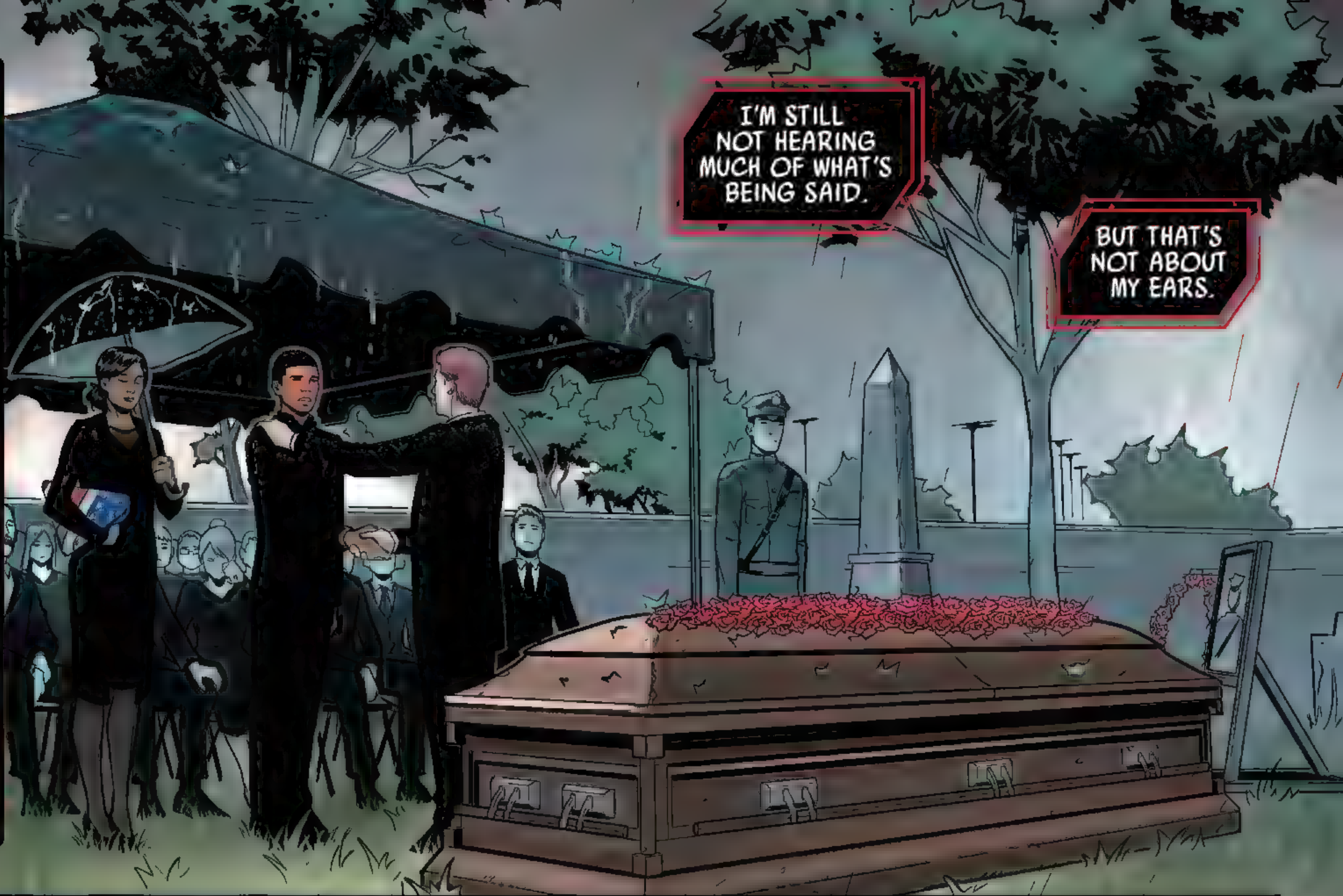
WHAT COULD POSSIBLY BE THIS URGENT?







THE RINGING
GOES AWAY AFTER
A FEW DAYS.



I'M STILL
NOT HEARING
MUCH OF WHAT'S
BEING SAID.

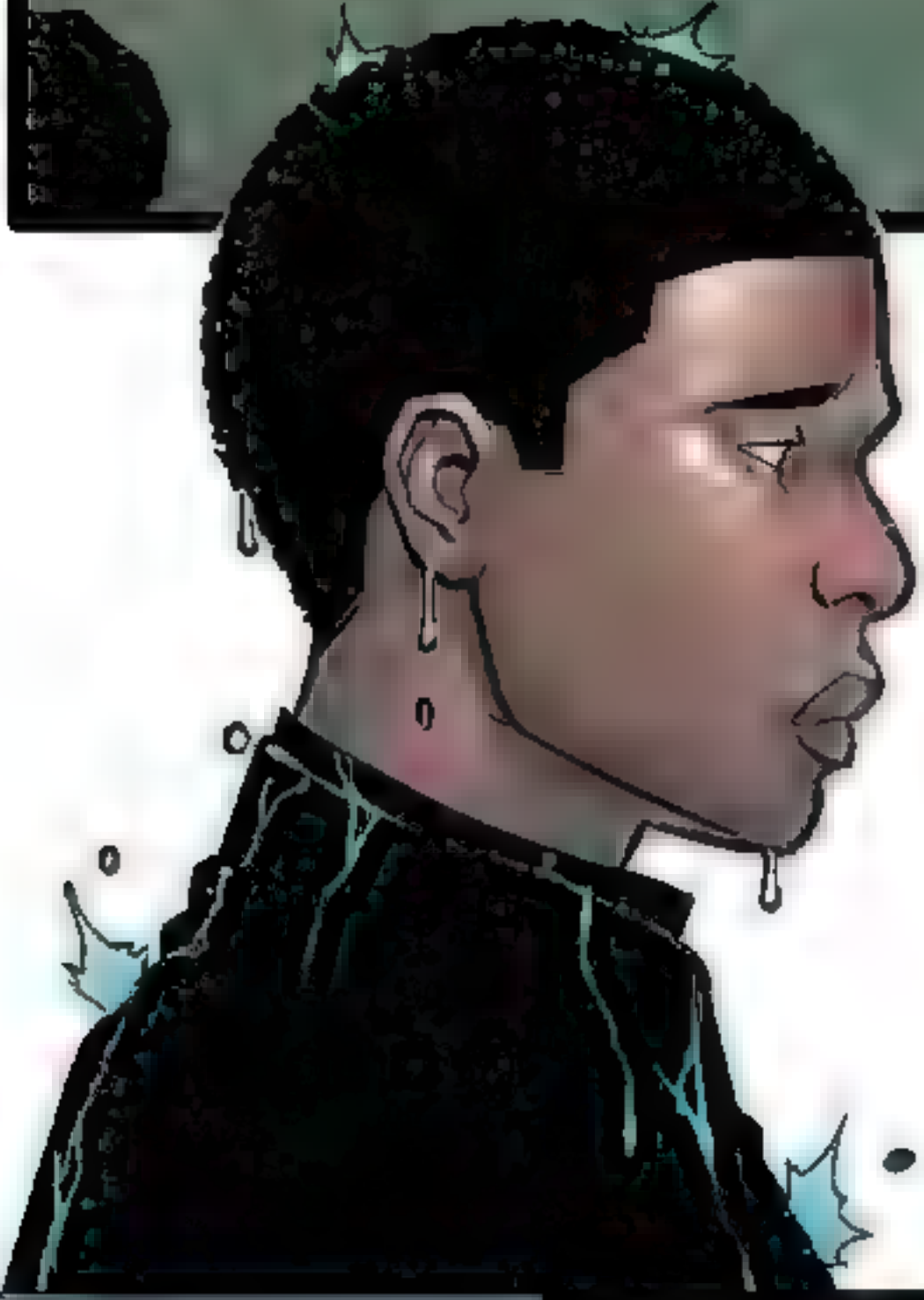
BUT THAT'S
NOT ABOUT
MY EARS.



I'M
SORRY FOR
YOUR LOSS,
MILES.

NO, YOU
DON'T. I'M...
PETER
PARKER.

DO I
KNOW
YOU?



OH.

NOT THAT
THAT MATTERS.
I JUST WANTED
TO SAY--

"I KNOW WHAT
YOU'RE GOING
THROUGH."

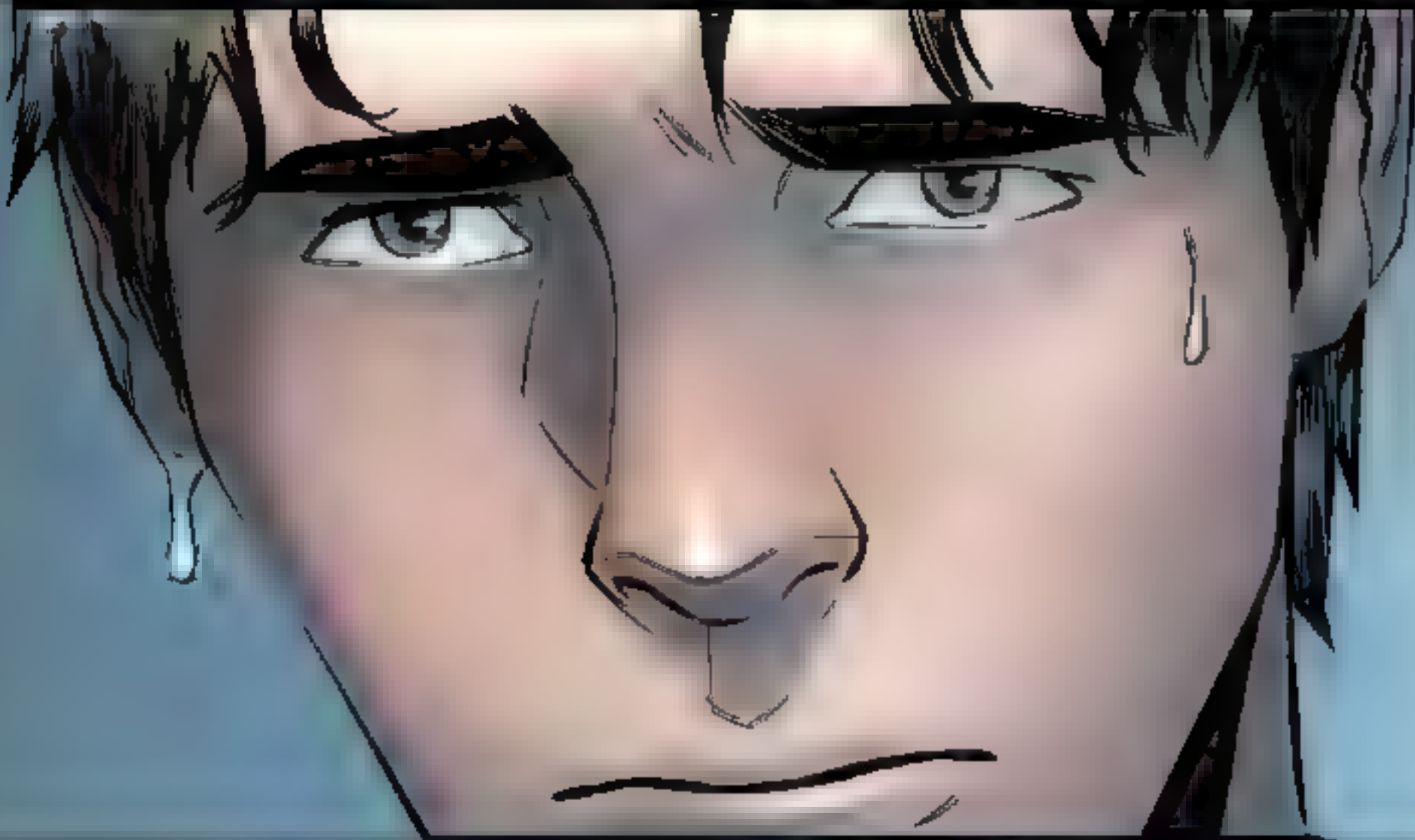
THAT WAS
IT, RIGHT? OR...
"IT ALL GETS
EASIER WITH
TIME."

MAYBE
SOMETHING
ABOUT GOD'S
PLAN?



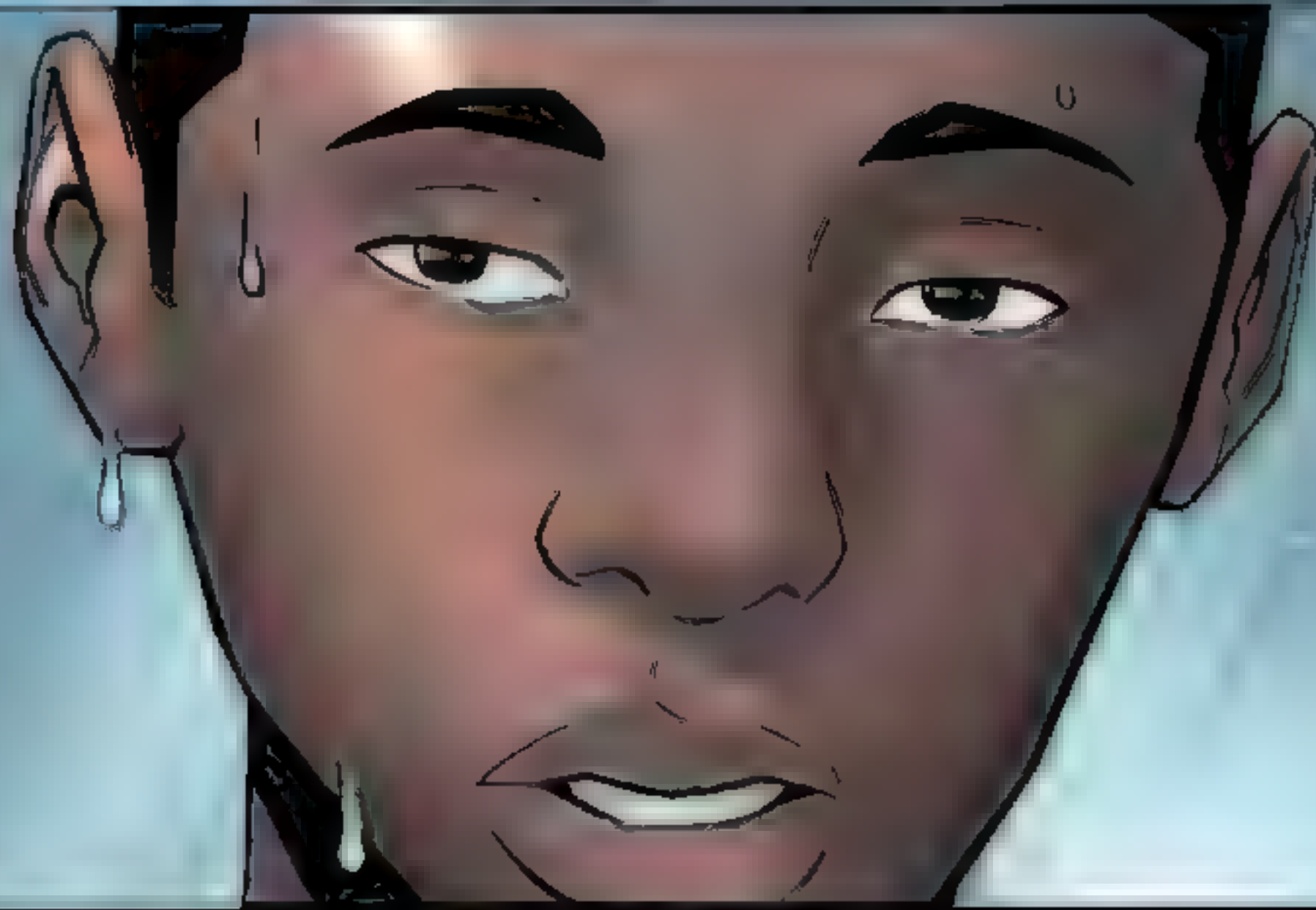
YEAH...
I'M...

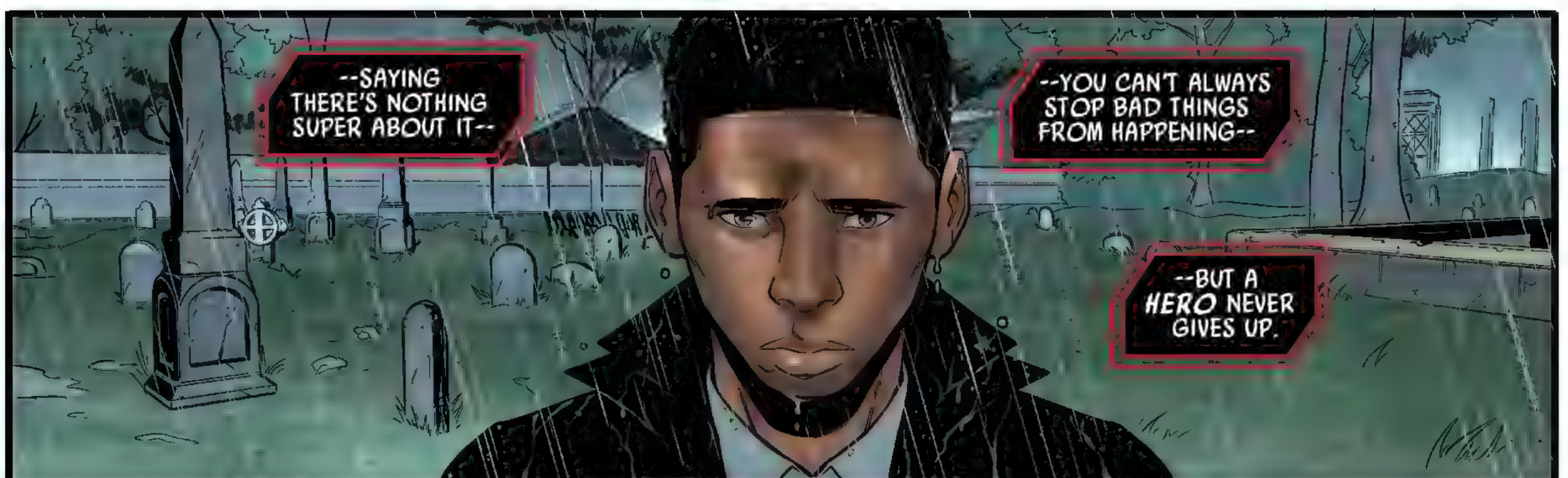
I'M
SORRY.
I WAS
JUST--



"TRYING
TO HELP."

I
KNOW.



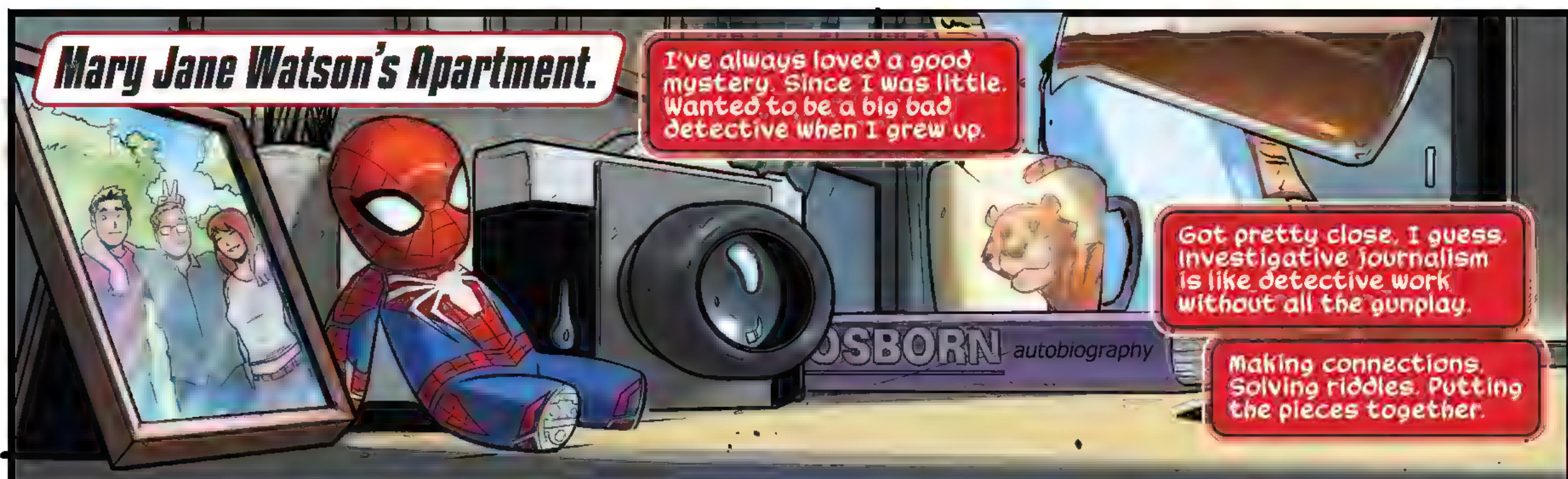




GERARDO SANDOVAL • ERICH ARCINIEGA

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Mary Jane Watson's Apartment.

I've always loved a good mystery. Since I was little. Wanted to be a big bad detective when I grew up.

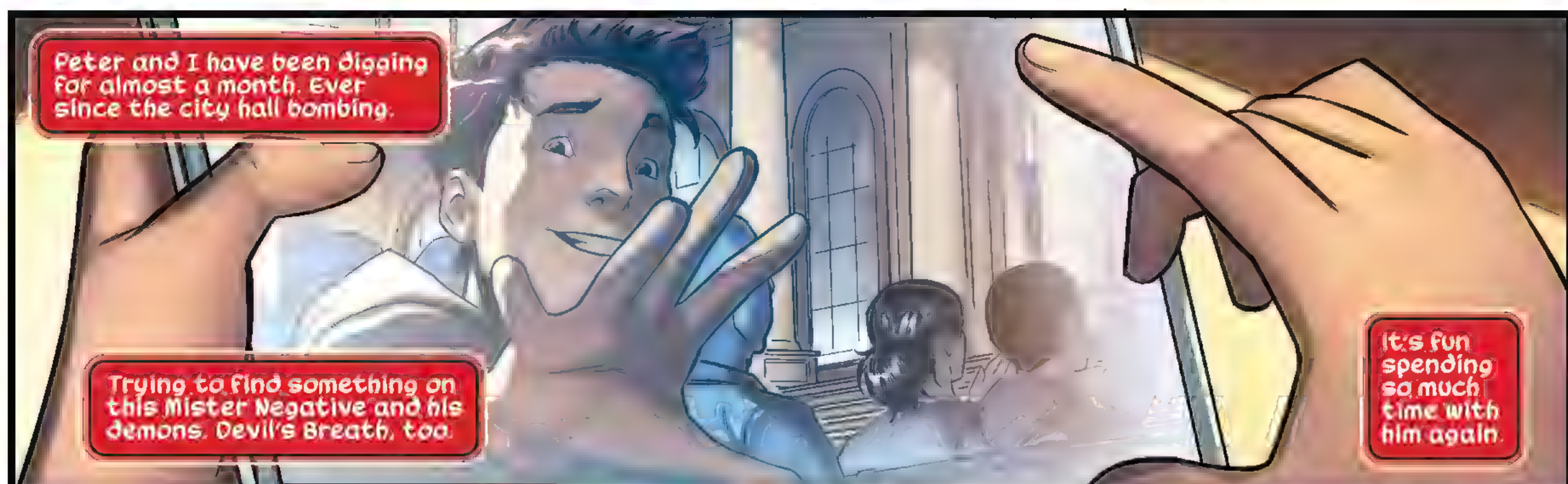
Got pretty close. I guess. Investigative journalism is like detective work without all the gunplay.

Making connections. Solving riddles. Putting the pieces together.



Reminds me of all the puzzles I used to do back when Peter and I were together. Crossword. Sudoku. Jigsaw.

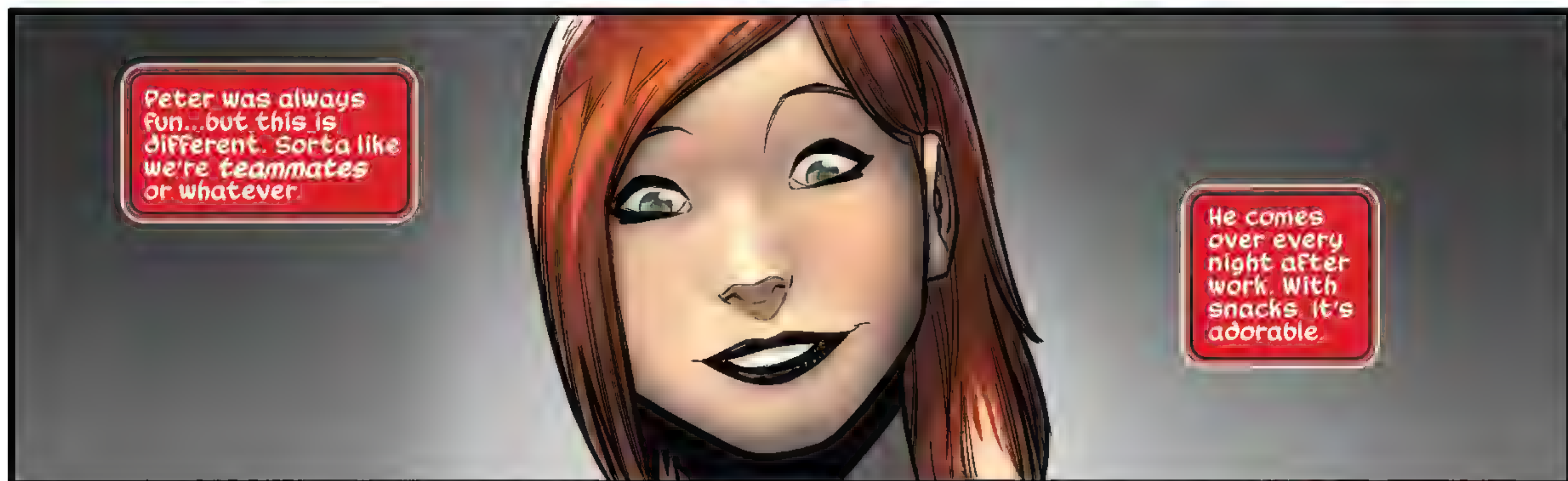
Anything to keep my mind off all the super creeps trying to murder my boyfriend.



Peter and I have been digging for almost a month. Ever since the city hall bombing.

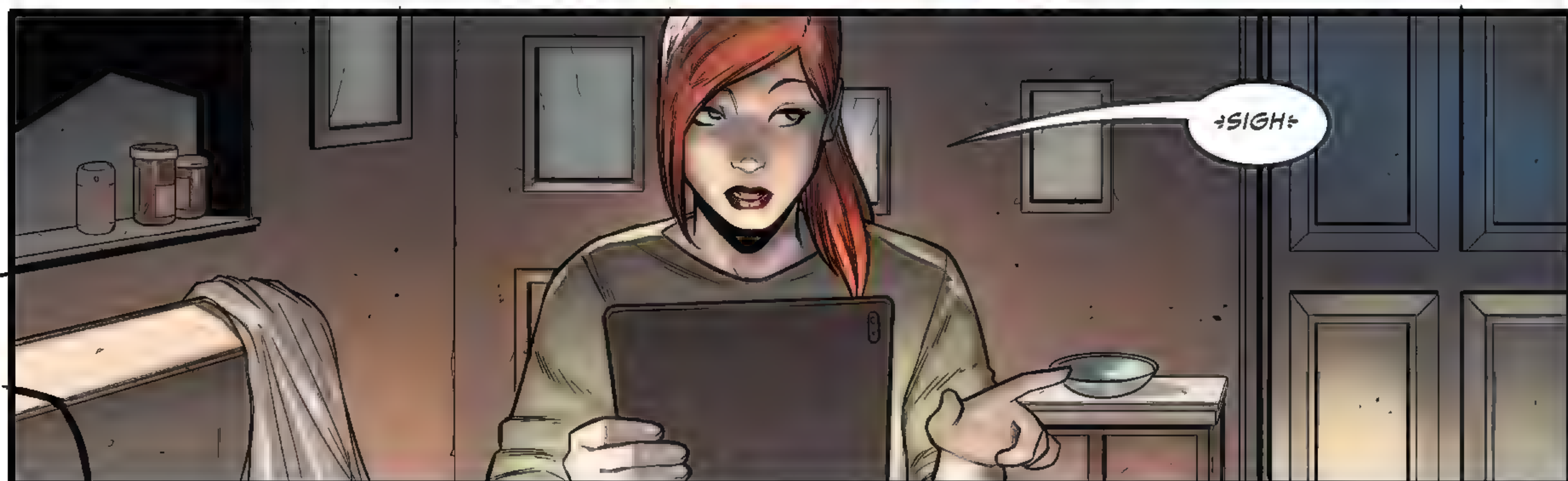
Trying to find something on this Mister Negative and his demons. Devil's Breath, too.

It's fun spending so much time with him again.

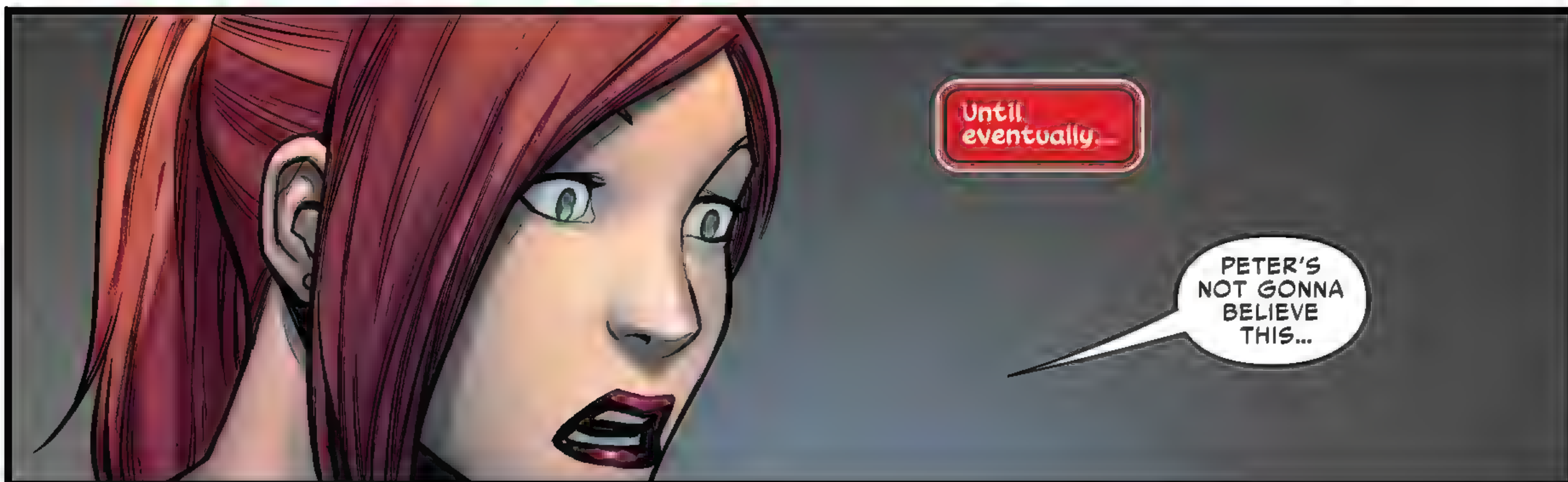
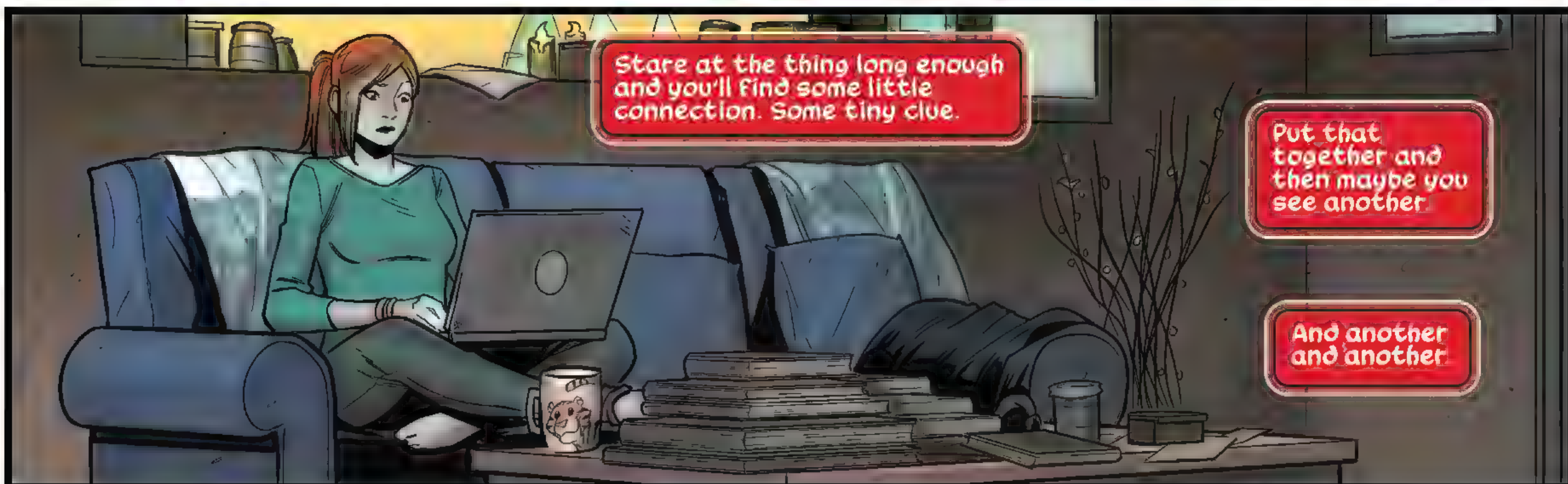


Peter was always fun...but this is different. Sorta like we're teammates or whatever.

He comes over every night after work. With snacks. It's adorable.



~SIGH~



F.E.A.S.T. Homeless Shelter.



MILES,
HEY!

SORRY
I'M
LATE.

NO WORRIES.
IT'S PRETTY GREAT
YOU AGREED TO
COME HELP OUT.

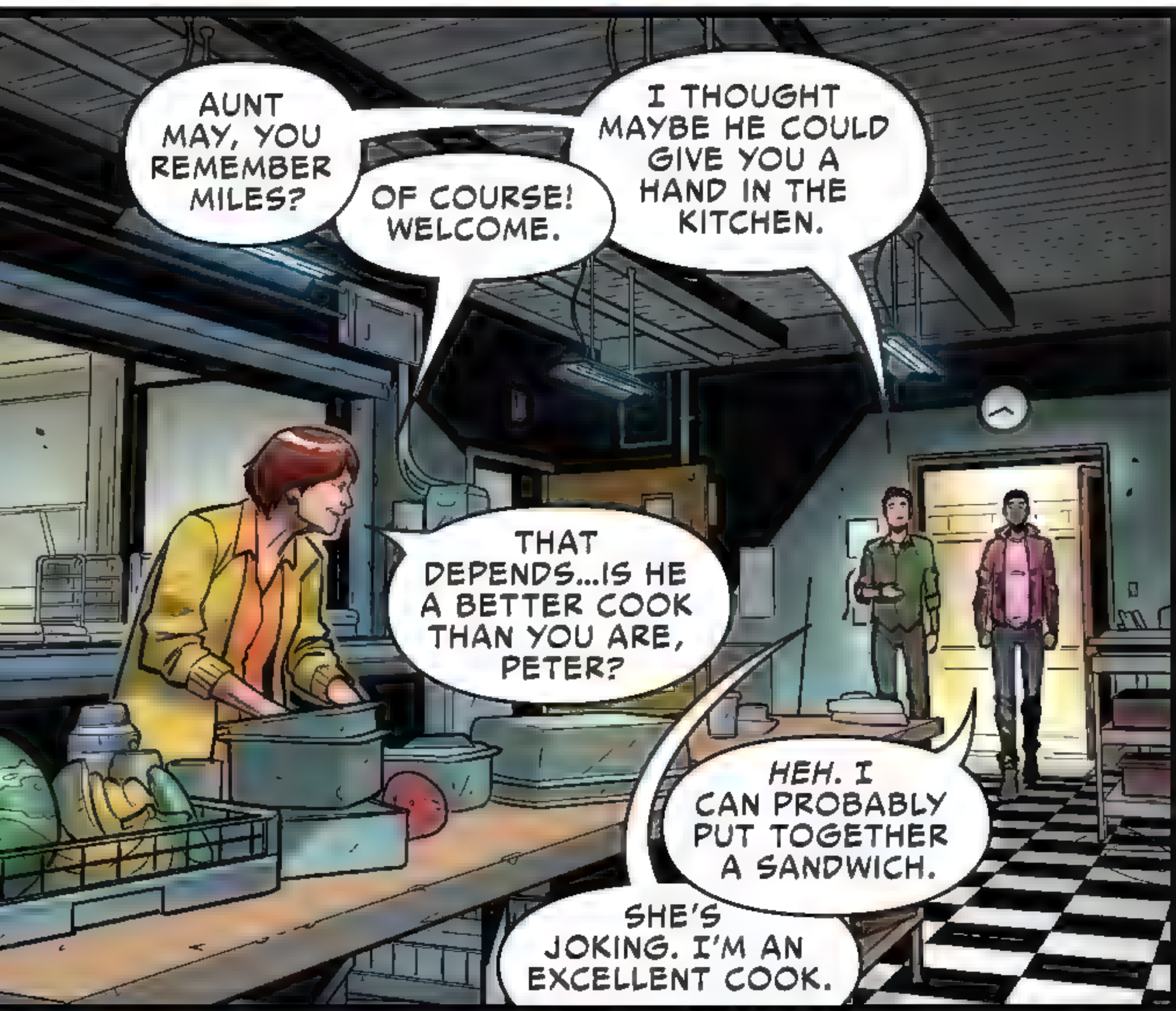
MOM
GAVE ME A
CHOICE--THIS OR
MORE THERAPY. MY
THERAPIST HAS
BEEN GREAT
AND ALL...



...I'M JUST BURNED OUT TALKING
ABOUT IT. AT THIS POINT I'D RATHER BE
OUT HERE...HELPING PEOPLE.

I CAN DEFINITELY
RELATE TO THAT. HELPING
PEOPLE, YEAH, BUT YOU KNOW,
SOMETIMES TALKING
REALLY CAN--

SO...WHAT IS IT
YOU WANT ME TO DO?



AUNT
MAY, YOU
REMEMBER
MILES?

OF COURSE!
WELCOME.

I THOUGHT
MAYBE HE COULD
GIVE YOU A
HAND IN THE
KITCHEN.

THAT
DEPENDS...IS HE
A BETTER COOK
THAN YOU ARE,
PETER?

HEH. I
CAN PROBABLY
PUT TOGETHER
A SANDWICH.

SHE'S
JOKING. I'M AN
EXCELLENT COOK.



LISTEN, I'M
GONNA BE AROUND.
IF YOU WANNA TALK
ABOUT...YOU KNOW,
ANYTHING.

COME FIND
ME. NO PRESSURE.
JUST TWO...DUDES.
HANGING.

**BA
DOOP
BOOP**

**BA
DOOP
BOOP**

PHONE'S
RINGING,
MAN. BETTER
ANSWER
THAT.



PETER WAS
ABOUT YOUR AGE
WHEN HIS UNCLE WAS
KILLED. I ACTED JUST
LIKE THAT AT FIRST.
TRYING SO HARD
TO FIX IT.

HE'LL
EASE
UP WITH
TIME.



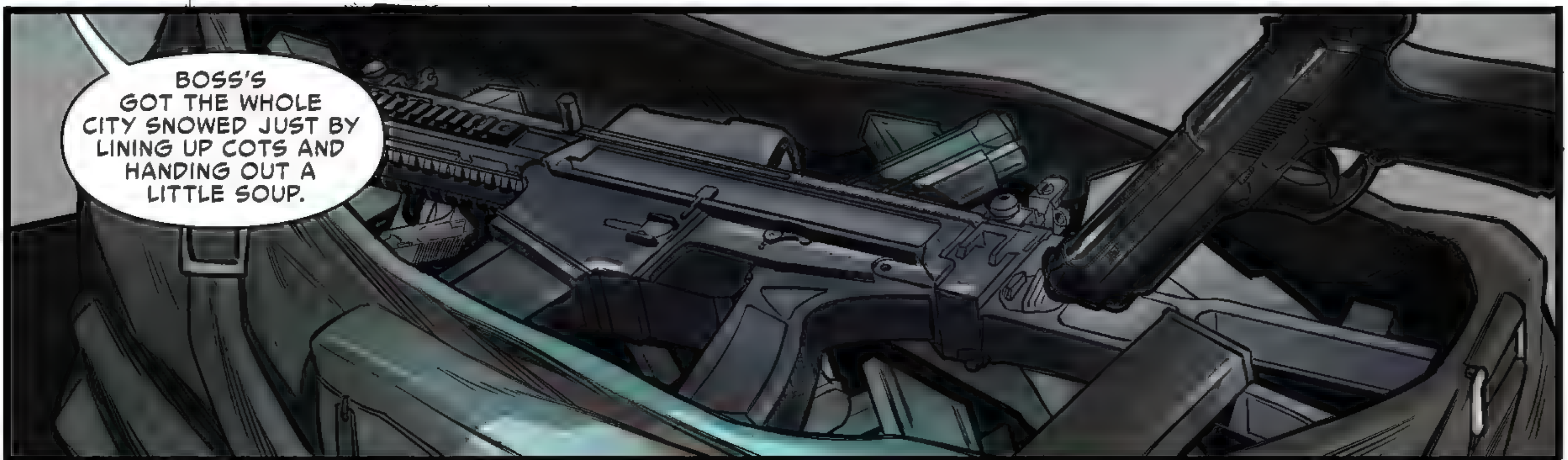


BOSS
SAID TO GRAB
THE GUNS AND
GET OUT.

DOESN'T
WANT ANY OF HIS
DO-GOODERS
PEEPING US.



HOMELESS
SHELTER'S A
PRETTY SICK FRONT
IF YOU THINK
ABOUT IT.



BOSS'S
GOT THE WHOLE
CITY SNOWED JUST BY
LINING UP COTS AND
HANDING OUT A
LITTLE SOUP.



PETER,
ARE YOU
THERE?

HELLO?



I WATCHED THEM FOR LIKE TEN MINUTES. NOBODY LOOKED UP.



FOUND THIS FILE IN LI'S OFFICE AFTER THEY LEFT. YOU WERE RIGHT. MARTIN'S BEEN OBSESSING OVER MAYOR OSBORN FOR YEARS.



THERE'S STUFF IN THERE MORE THAN A DECADE OLD.

MORE VAGUE REFERENCES TO "DEVIL'S BREATH." WHATEVER THAT IS.

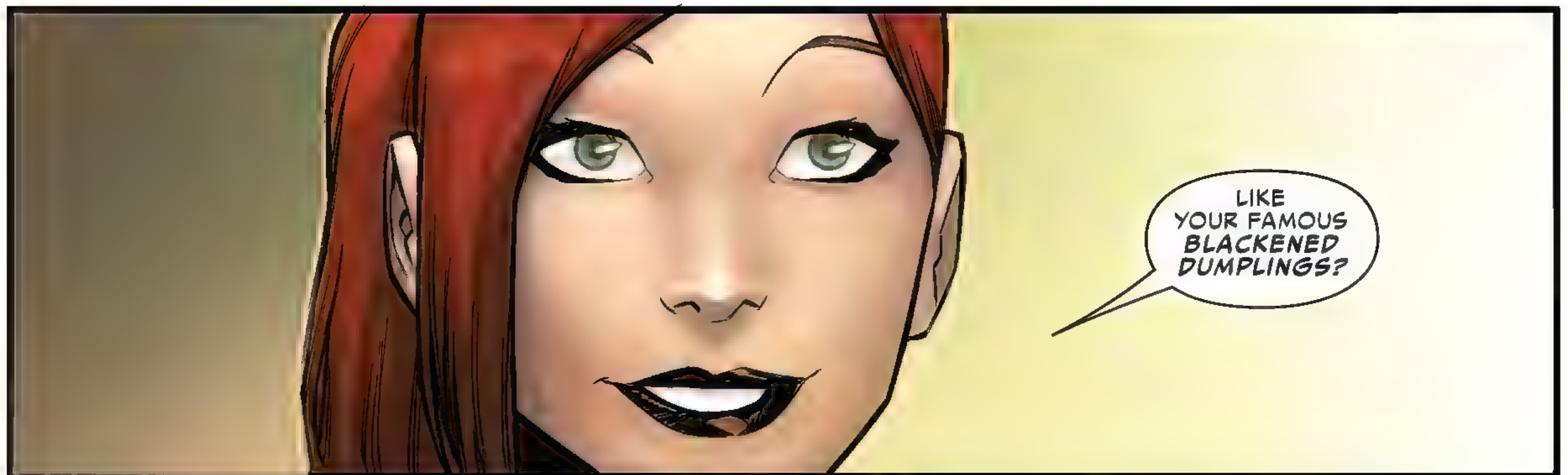
I'LL KEEP DIGGING.



WHAT'RE YOU COOKING BACK THERE? SMELLS AMAZING.

CHICKEN CURRY. ONE OF MY NEW SPECIALTIES.

THINK I'VE ALLMOST PERFECTED IT.



LIKE YOUR FAMOUS BLACKENED DUMPLINGS?



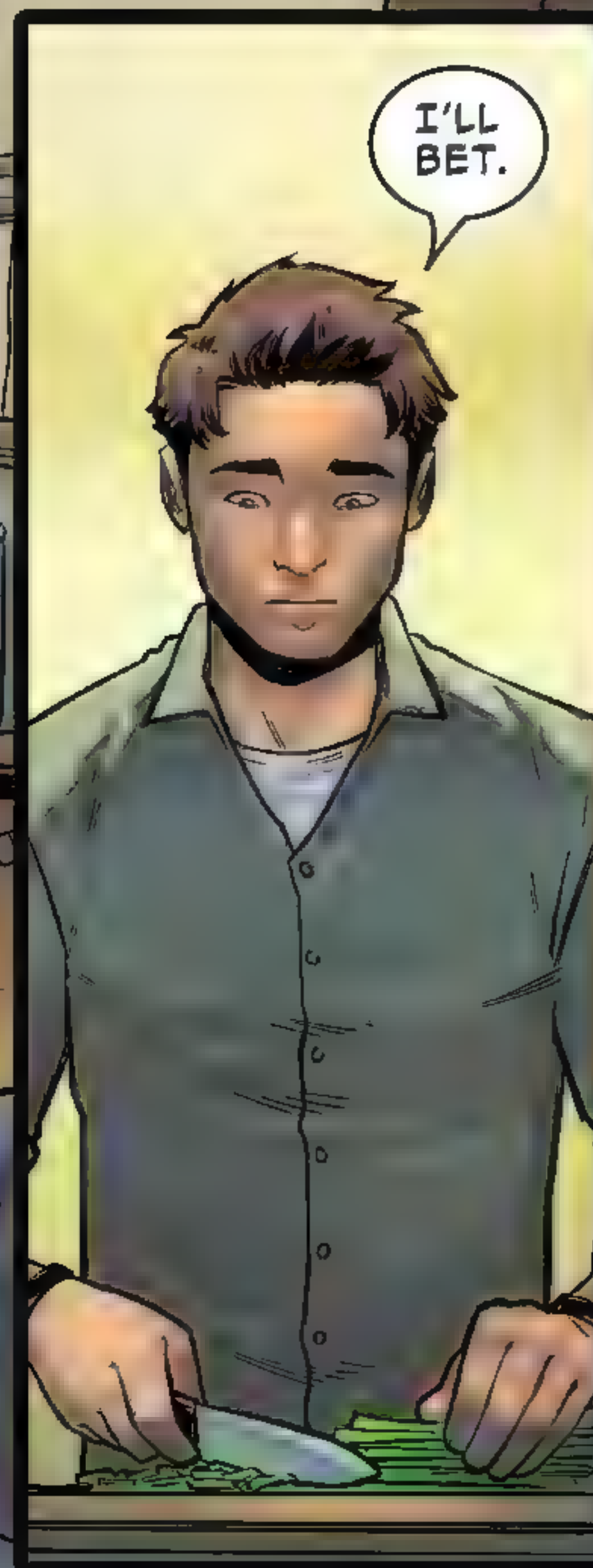
OOF.
THE GREAT
DUMPLING
DISASTER.

YOU'RE
NEVER GONNA
LET ME LIVE THAT
DOWN.



NEVER
EVER. YOU KNOW
MY NEIGHBORS
STILL BRING
IT UP?

THEY
WERE SO
EXCITED
WHEN WE
BROKE
UP.



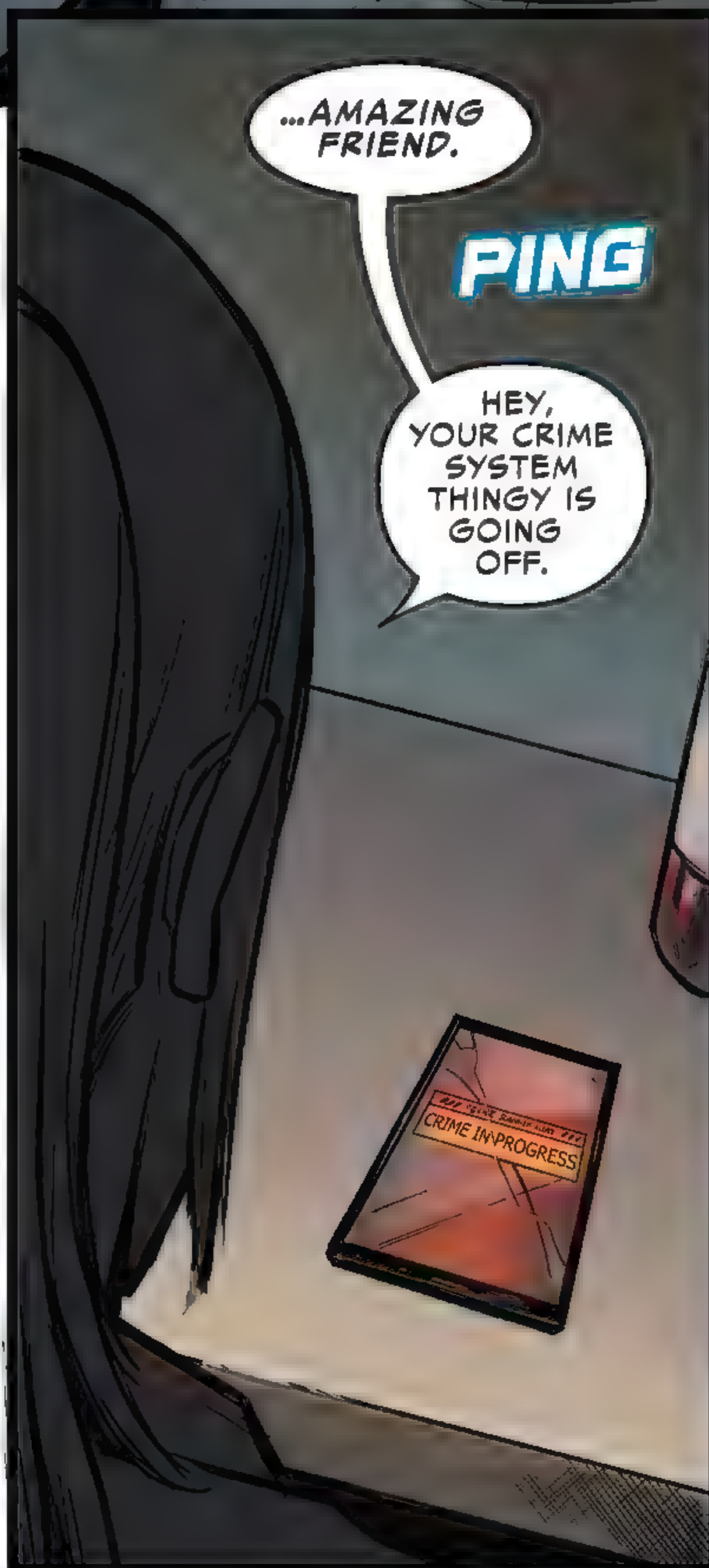
I'LL
BET.



SO I WAS
THINKING...
WHAT IF WE
TEAMED
UP?

STARTED
WORKING
THESE CASES
TOGETHER
FOR REAL.

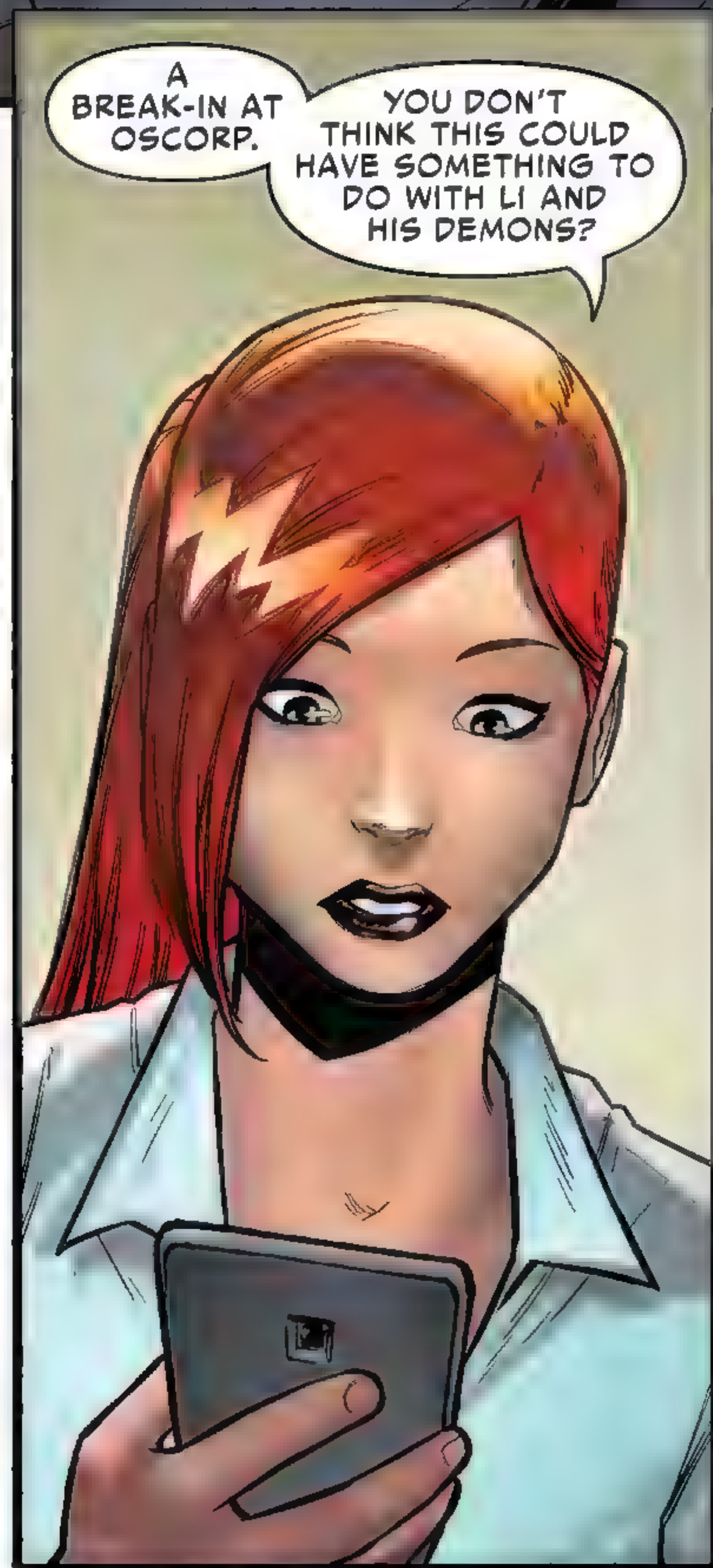
SPIDER-MAN
AND HIS...



...AMAZING
FRIEND.

PING

HEY,
YOUR CRIME
SYSTEM
THINGY IS
GOING
OFF.



A
BREAK-IN AT
OSCORP.

YOU DON'T
THINK THIS COULD
HAVE SOMETHING TO
DO WITH LI AND
HIS DEMONS?



Oscorp Building, Norman Osborn's Office.

DON'T TAKE THIS BUTT-WHIPPING TOO HARD, FELLAS.

GOTTA BE HARD TO SEE IN THOSE MASKS. JUST NO PERIPHERAL VISION WHATSOEVER.

WHY DO YOU THINK I ALWAYS MAKE THE EYES SO BIG IN MINE?

IF YOU WANT, I CAN GIVE YOU A FEW MASK-MAKING POINTERS.

I'VE GOT IT DOWN TO A SCIENCE.

BUT FIRST--

KRSSH

--FIRST YOU HAVE TO TELL ME WHY MARTIN LI HAS YOU DIGGING THROUGH MAYOR OSBORN'S UNDERWEAR DRAWER.

NOT TELLING YOU ANYTHING!

YEAH, WELL, IT WAS WORTH A--

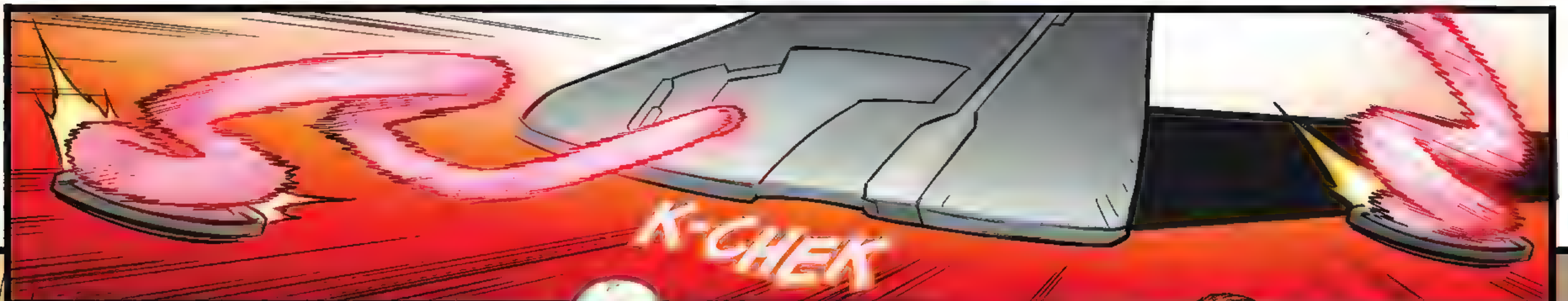
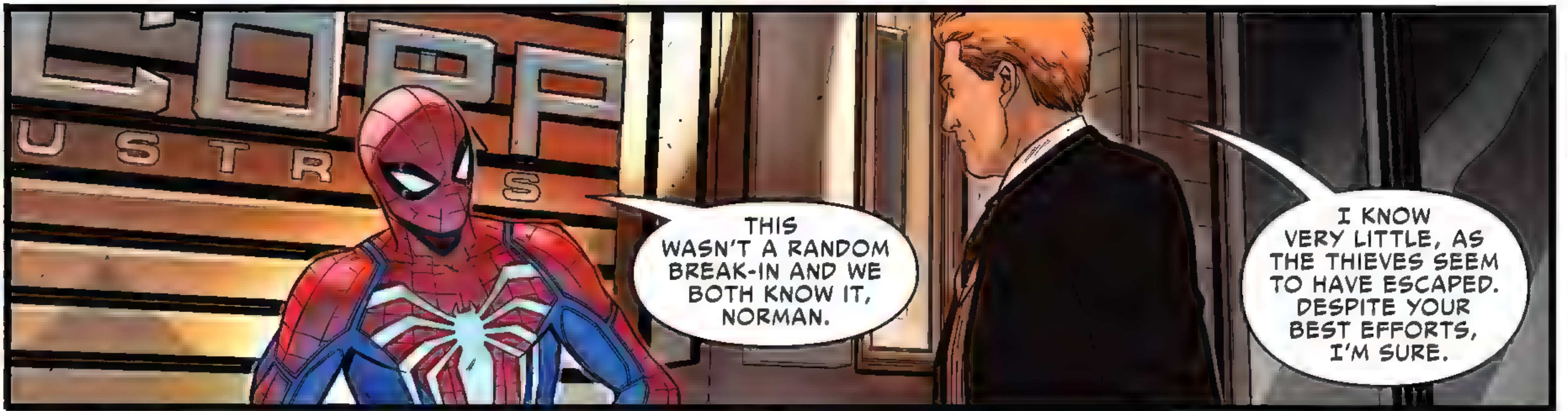
--SHOT...



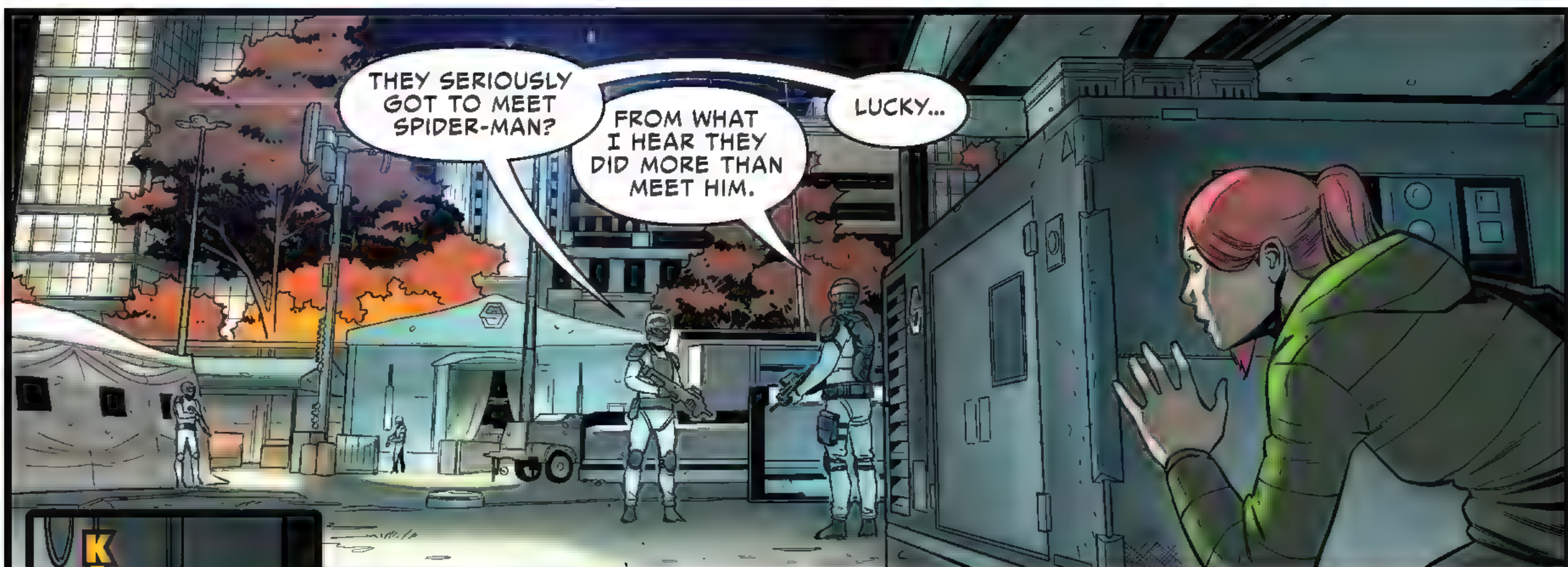
FREEZE!

NOT...
COOL.





Sable International Base Camp. Central Park.





LI SENT YOU... DIDN'T HE?!

NO.

IF HE WANTS ME DEAD--

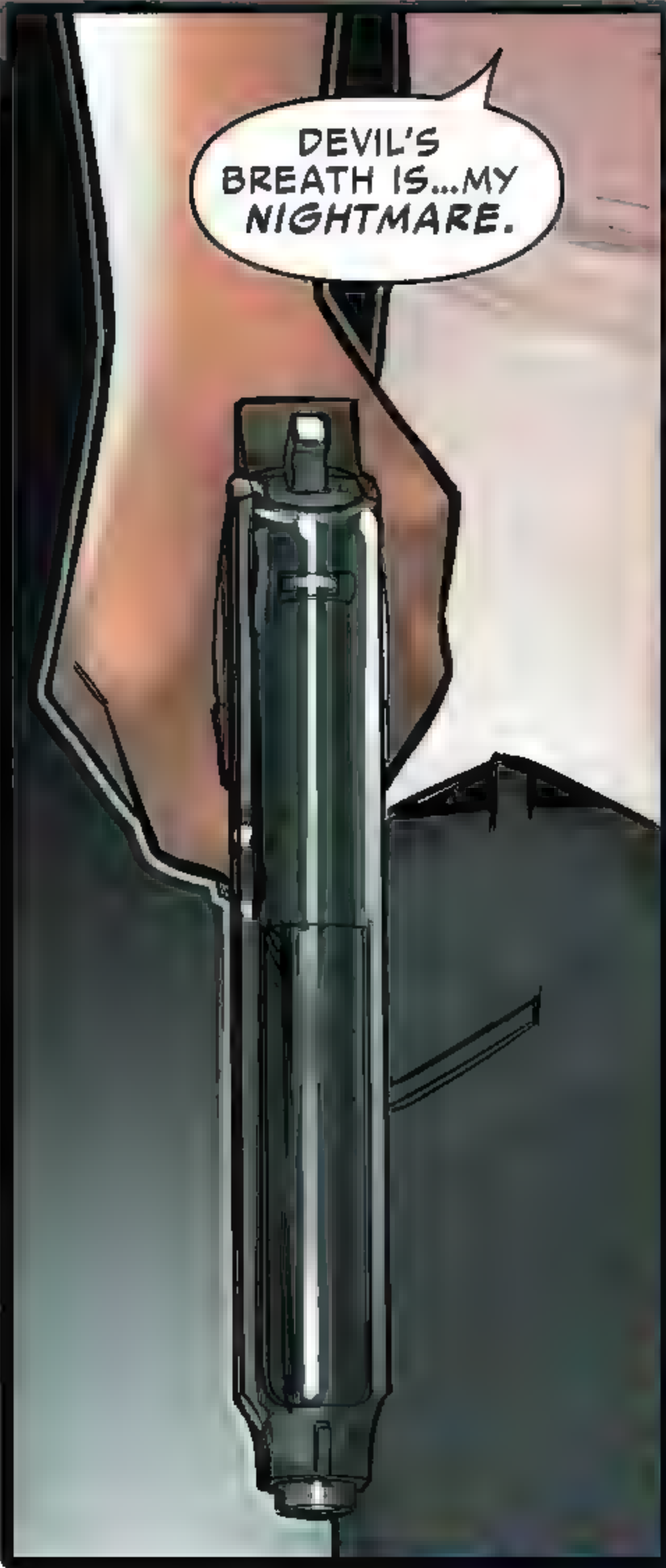
I'M NOT WITH THE DEMONS OR SABLE.



MARY JANE WATSON. I'M A REPORTER. AND I WANT TO SEE LI STOPPED, JUST LIKE YOU.

I CAME HERE FOR ANSWERS.

WHAT IS DEVIL'S BREATH? WHY DOES LI WANT IT?



DEVIL'S BREATH IS...MY NIGHTMARE.

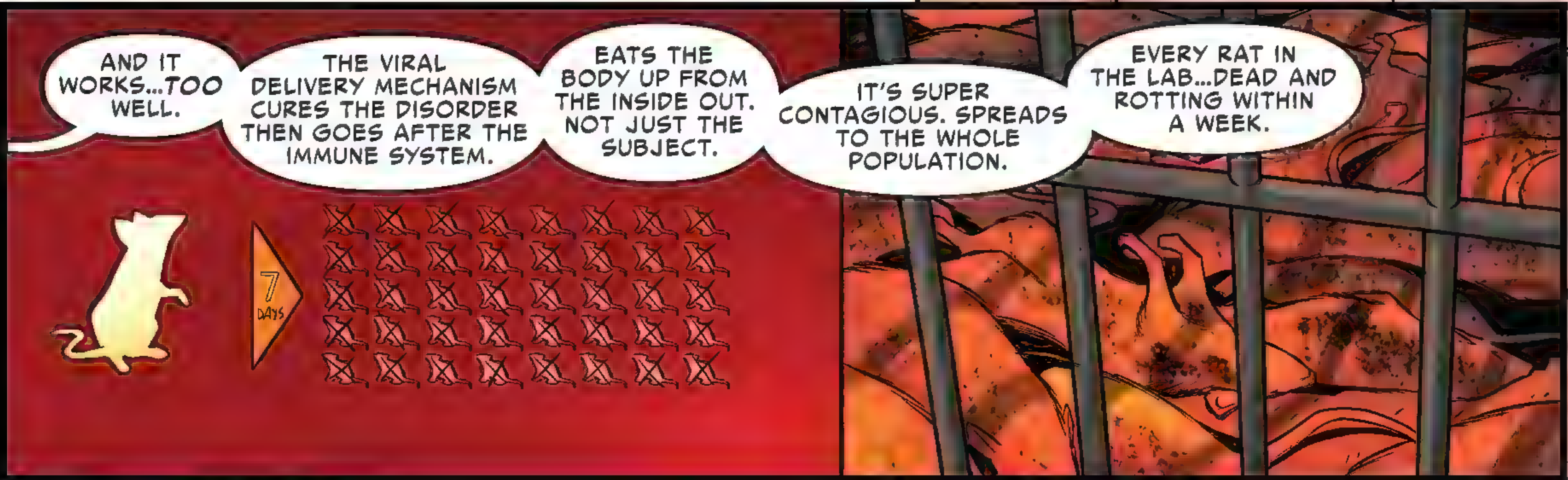


GR-27. OSBORN'S PET PROJECT.

AN A.I.-CONTROLLED CRISPR. GENETIC CODE MODIFICATION.

IF PERFECTED, OSCORP COULD CURE ANY GENETIC DISEASE WITH THE PUSH OF A BUTTON.

HUNTINGTON'S. CYSTIC FIBROSIS. POOF.



AND IT WORKS...TOO WELL.

THE VIRAL DELIVERY MECHANISM CURES THE DISORDER THEN GOES AFTER THE IMMUNE SYSTEM.

EATS THE BODY UP FROM THE INSIDE OUT. NOT JUST THE SUBJECT.

IT'S SUPER CONTAGIOUS. SPREADS TO THE WHOLE POPULATION.

EVERY RAT IN THE LAB...DEAD AND ROTTING WITHIN A WEEK.



WE WERE TRYING TO HELP PEOPLE, BUT INSTEAD... WE CREATED A BIOLOGICAL WEAPON.

OSBORN WON'T LET US END IT. WON'T LET US TELL ANYONE.

HAS THE WHOLE TEAM ON LOCKDOWN. JUST KEEPS SAYING THE REWARD WILL OUTWEIGH THE RISK.



THIS THING COULD TRIGGER A GLOBAL EPIDEMIC AND ALL NORMAN CARES ABOUT IS THE PR NIGHTMARE.

HE'S TERRIFIED MISTER NEGATIVE AND THESE DEMONS WILL GET AHEAD OF IT AND--

RUIN HIM?



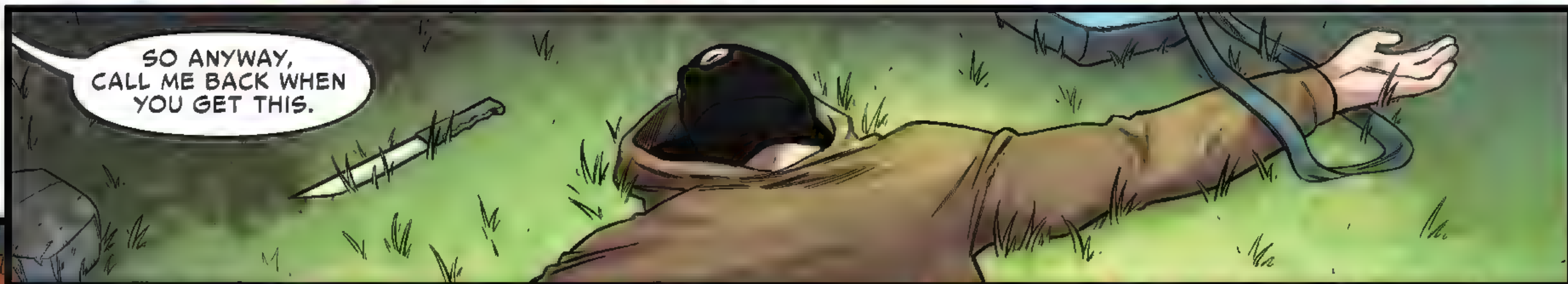
SMART MAN.

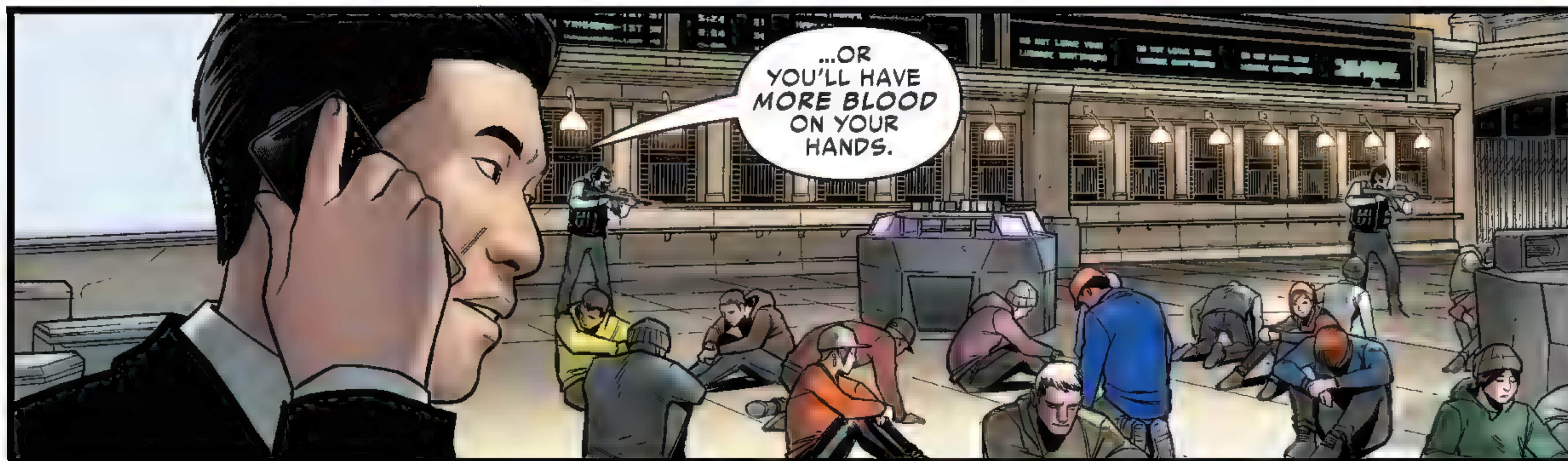
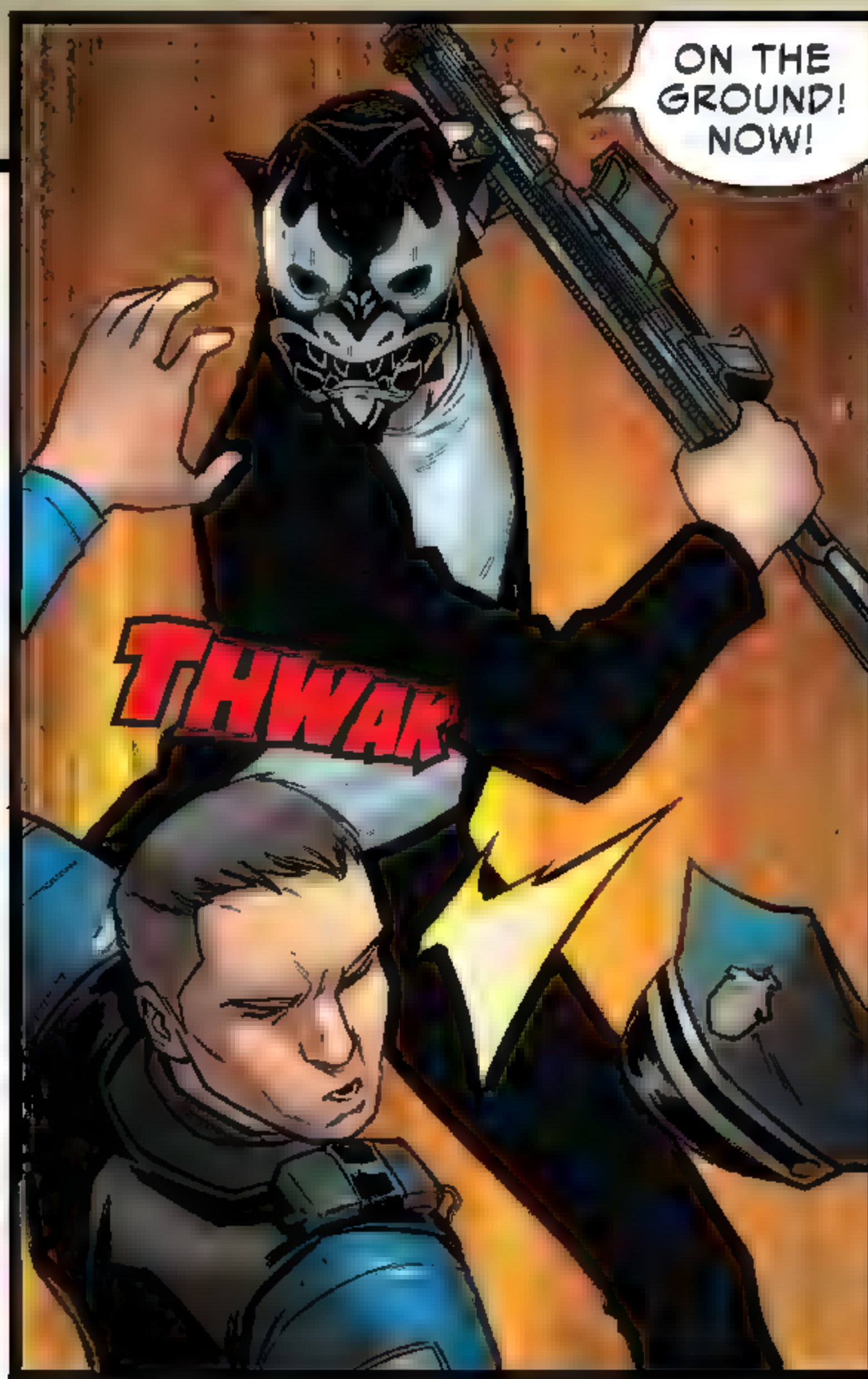
THAT'S EXACTLY WHAT I PLAN TO DO.



BUT FIRST...









Spider-Man's amazing friend
needs to get a whole lot
better at communication...

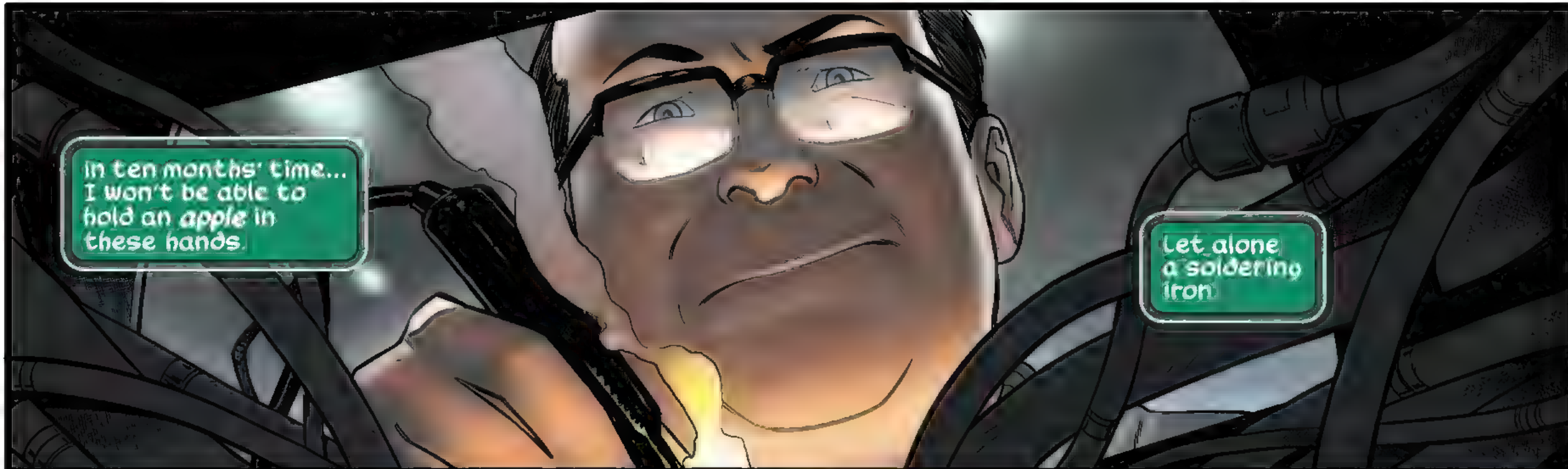
IT'S
YOUR LUCKY
DAY, LADIES AND
GENTLEMEN...

...YOU'RE
ABOUT TO
MEET THE
MAYOR.



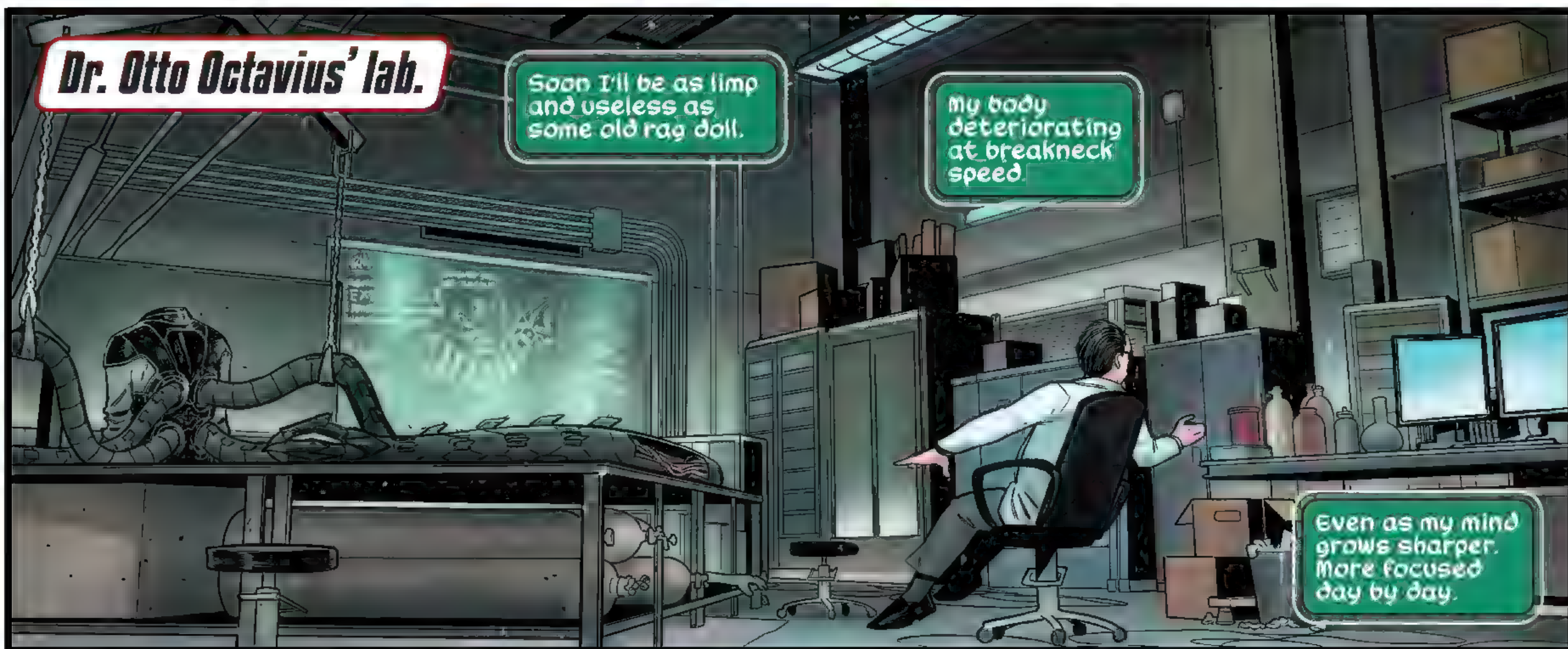
...Or this partnership
is gonna be very
short-lived.





In ten months' time...
I won't be able to
hold an apple in
these hands.

Let alone
a soldering
iron.



Dr. Otto Octavius' lab.

Soon I'll be as limp
and useless as
some old rag doll.

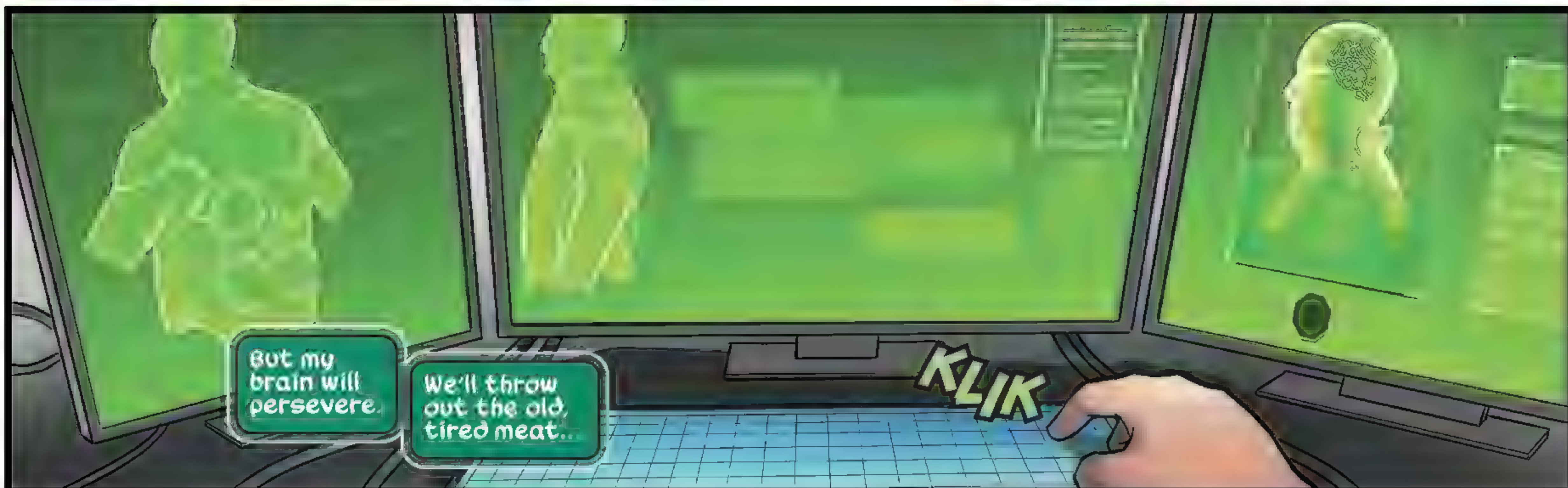
My body
deteriorating
at breakneck
speed.

Even as my mind
grows sharper.
More focused
day by day.



But of course it wasn't
my body that won all the
awards. This outer shell
never turned any heads.

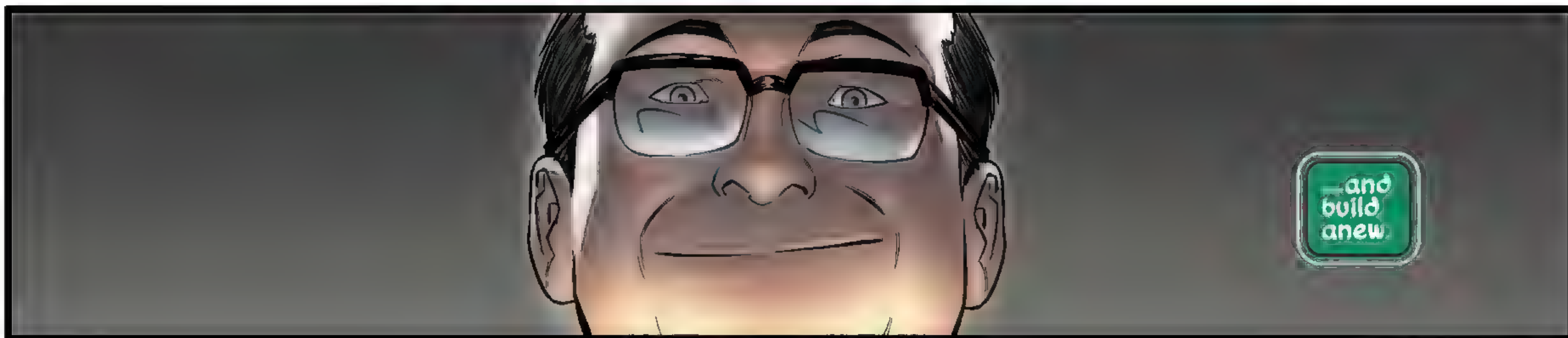
My arms
can give up.
My legs can
give out.



But my
brain will
persevere.

We'll throw
out the old,
tired meat..

KLIK

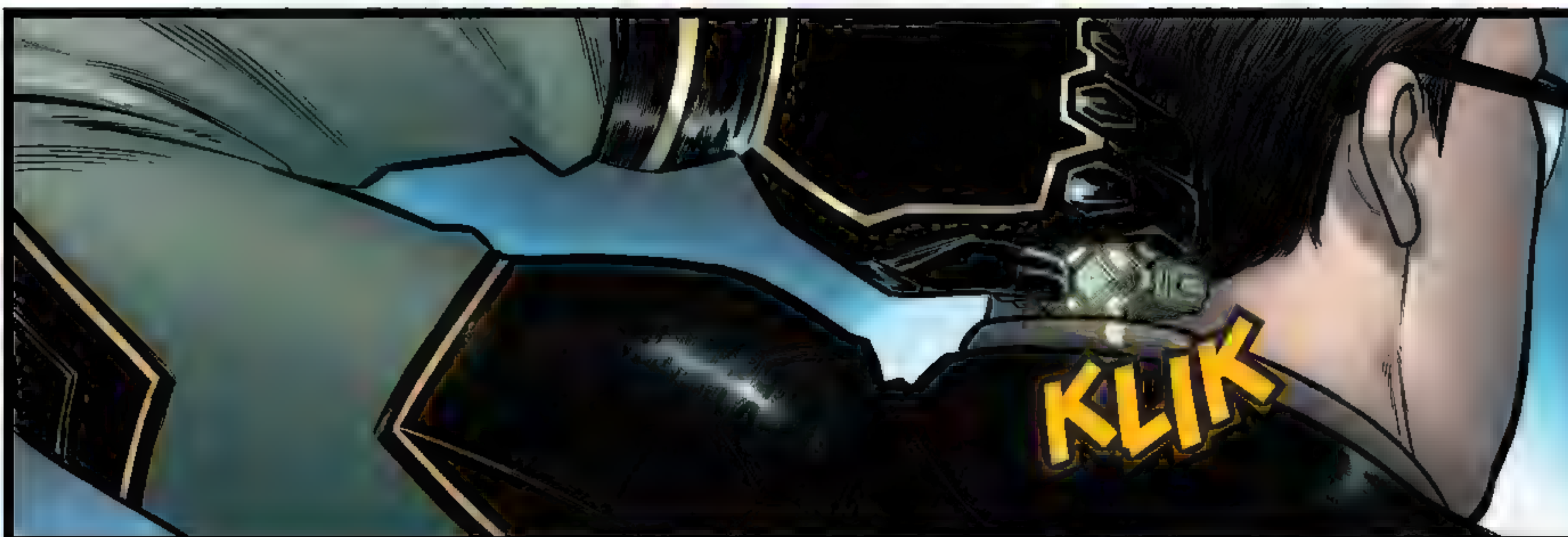


—and
build
anew.

With a few
creative design
improvements,
of course.



KLIK

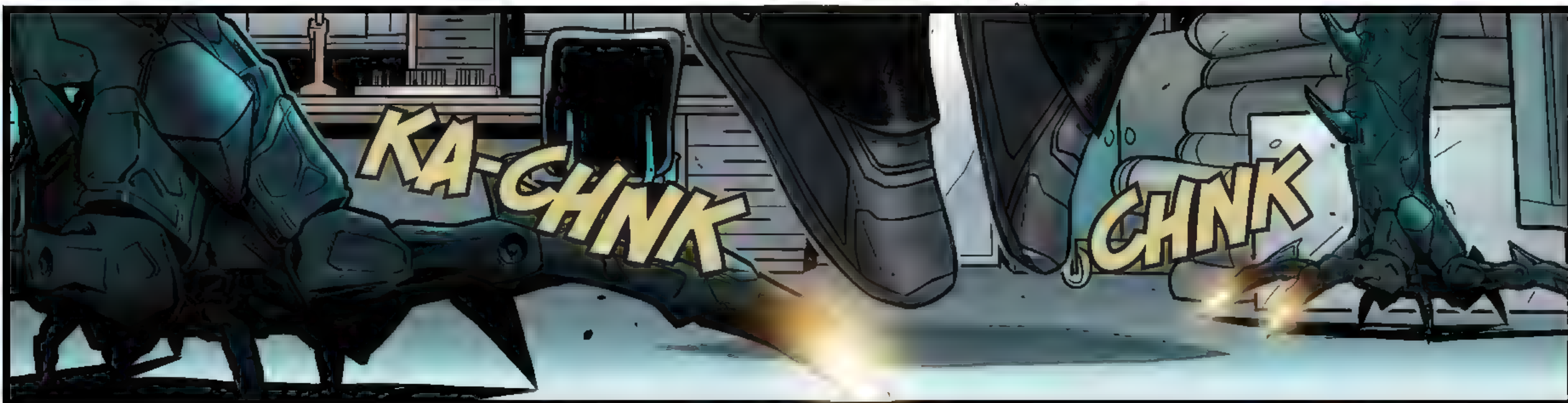


I am a
genius,
after all.



KA-CHUNK

CHUNK





SO SMOOTH.

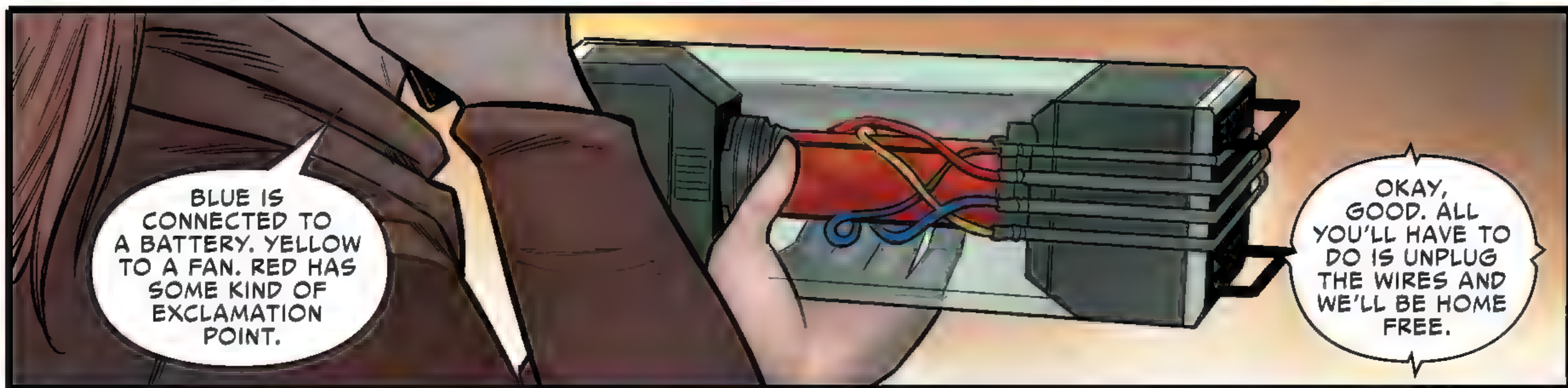
SO NATURAL.

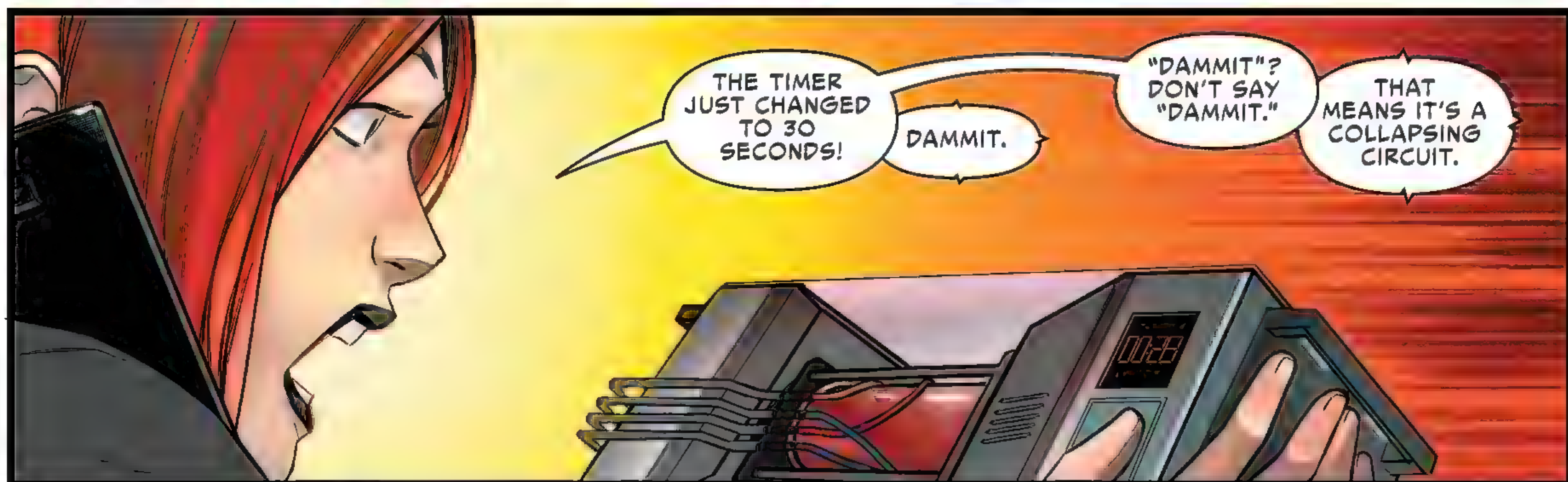
LIKE
I WAS
BORN WITH
THEM.

...WHAT
APPEARS TO
BE A HOSTAGE
SITUATION AT
GRAND CENTRAL
TERMINAL.

...MASKED
GUNMEN AND
AT LEAST ONE
SPIDER-MAN
SIGHTING.

NO WORD
YET AS TO HOW
MANY PEOPLE ARE
TRAPPED INSIDE, BUT
THE POLICE ARE ASKING
EVERYONE TO STEER
CLEAR OF THE
BUILDING.







WHAT DO I DO? WHAT DO I DO?

OKAY, ALL YOU HAVE TO DO IS UNPLUG THE FAN THEN THE LAST WIRE.

BUT IT HAS TO BE IN THAT ORDER.

...KAY.

JUST MAKE SURE YOU TRACE THE WIRES CORRECTLY.

AND BE FAST-- YOU CAN'T LET THE TIMER RUN OUT.

KREESH

MARTIN! I DON'T WANT TO HURT YOU... BUT THIS IS REALLY BAD TIMING.

NOTHING CAN HURT ME!

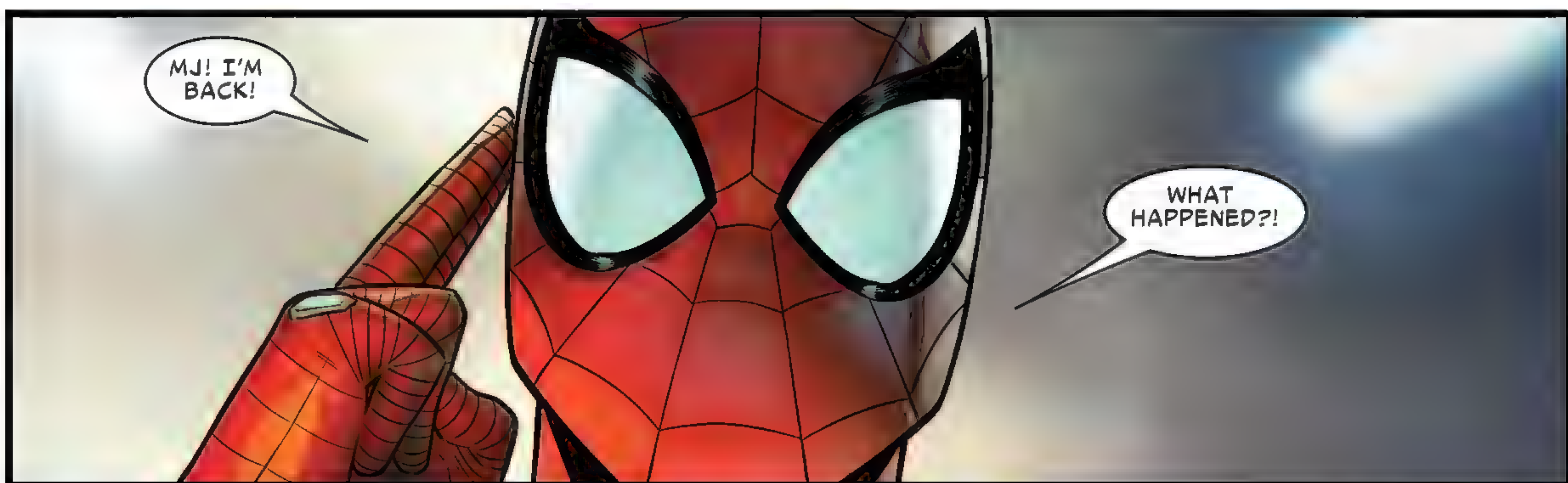
NOT ANYMORE!



YOU'VE GOT THIS, MJ.



WELL, THAT'S A LOAD OFF MY MIND.





HOW'S YOUR THING GOING?

TURNS OUT MISTER NEGATIVE CAN BE HURT, SO THAT'S SOLVED.

STILL HAVE A LITTLE BIT OF A "NO-BRAKES CAREENING SUBWAY TRAIN" SITUATION.

SO WE'LL SEE...

COME ON, PHYSICS--

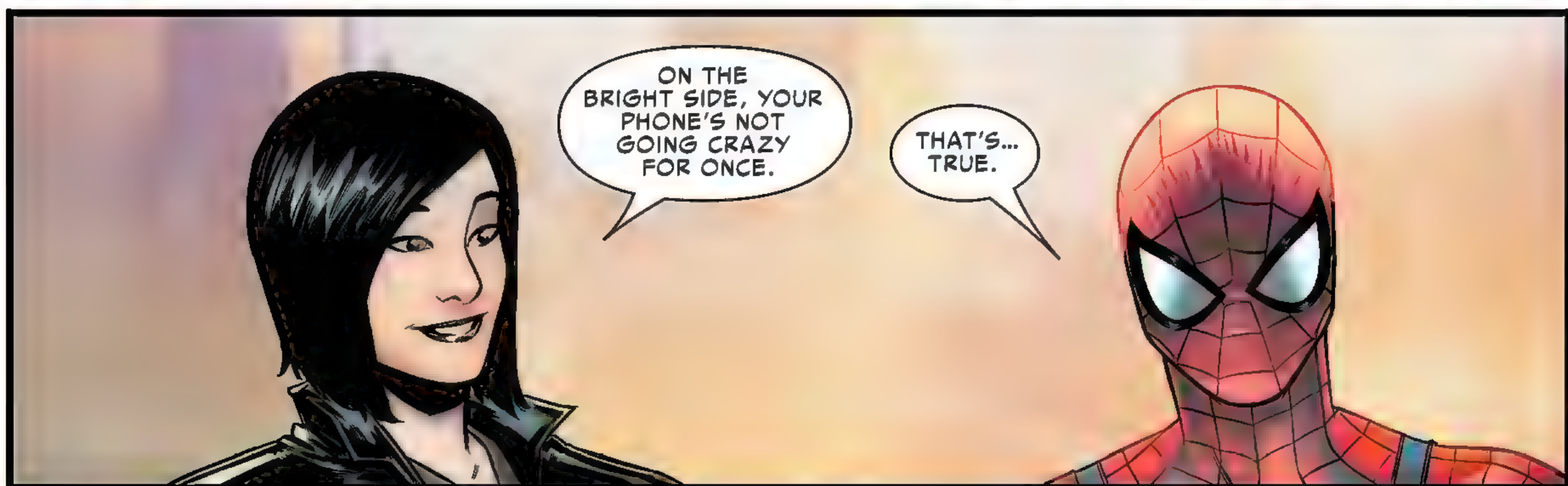
--DON'T FAIL ME NOW!

REEEEEE

HO-LY--!

TRAIN!

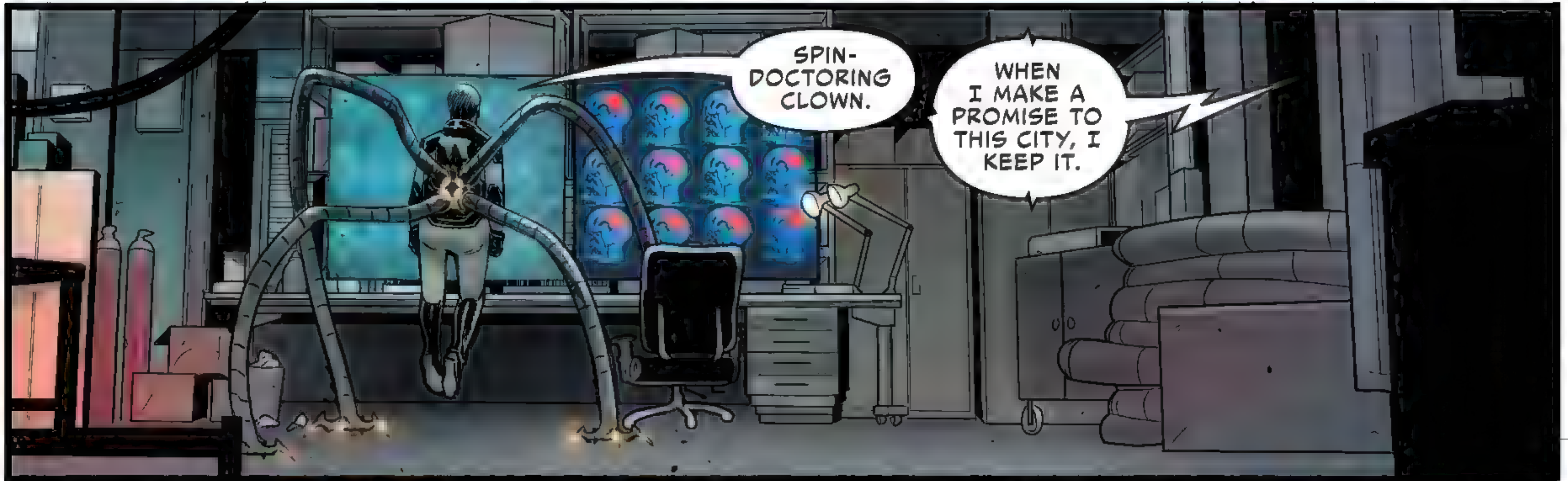
GO! GO! GO!





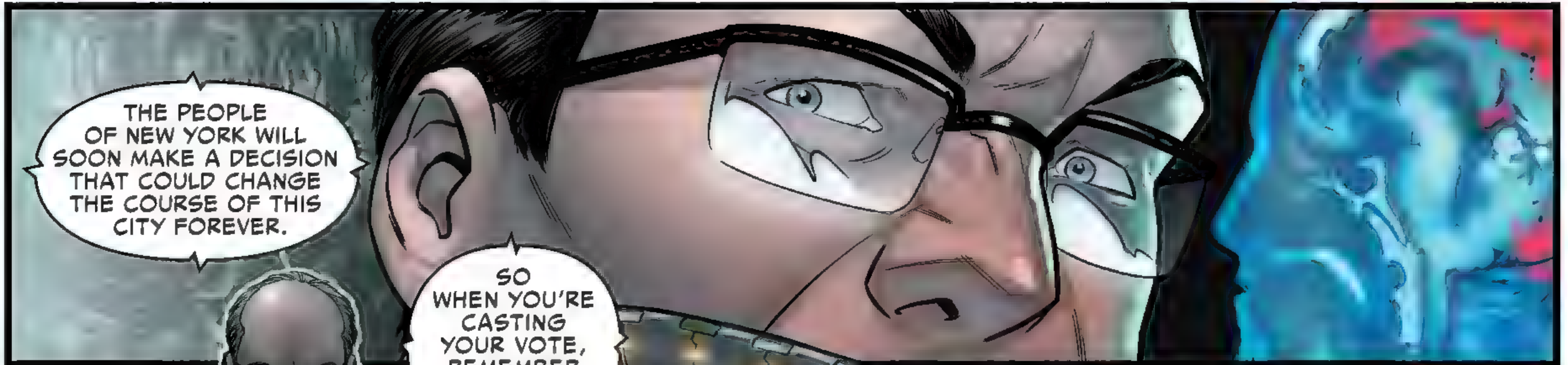
WE NOW
TAKE YOU LIVE
TO GRAND CENTRAL
TERMINAL WHERE
MAYOR OSBORN IS
ABOUT TO ADDRESS
THE MEDIA.

THIS
CRISIS HAS
COME TO ITS END.
MARTIN LI, ALSO
KNOWN AS "MISTER
NEGATIVE," IS
NOW BEHIND
BARS.



SPIN-
DOCTORING
CLOWN.

WHEN
I MAKE A
PROMISE TO
THIS CITY, I
KEEP IT.



THE PEOPLE
OF NEW YORK WILL
SOON MAKE A DECISION
THAT COULD CHANGE
THE COURSE OF THIS
CITY FOREVER.

SO
WHEN YOU'RE
CASTING
YOUR VOTE,
REMEMBER
WHAT I'VE
DONE.

YOU'VE DONE
NOTHING BUT
STAND UP THERE
AND TAKE
CREDIT.



IT'S THE
ONLY THING
YOU KNOW
HOW TO--

WE'RE
ALL SAFER
NOW THAN
WE'VE EVER
BEEN.



LIAR!

KREESH

Even in school, you were just the smiling face. The silver tongue.

I was the science. The genius. The innovator.

SIGH: THE O'S WIN ANOTHER ONE.

TO OSCORP DAY ONE!

THE START OF SOMETHING TRULY SPECIAL.

I let you stand in front of every camera.

Twist our company in your image from the limelight.

OSCOP GENETICS RESEARCH LAB

THIS ISN'T YOUR FIRST SAFETY VIOLATION SINCE YOU LEFT, OTTO.

THOSE WERE EXCUSED!

THE CITY SHOULD'VE CUT YOUR FUNDING AND CONFISCATED YOUR EQUIPMENT MONTHS AGO.

THAT'S IT! I'M DONE! I WON'T BE YOUR FRANKENSTEIN ANY LONGER, OSBORN!

YOU'LL REGRET THIS COWARDICE, OLD FRIEND. GENETICS ARE THE FUTURE!

THOSE ARE HUMAN BEINGS!

Been holding me down since the day I walked out.

But that ends here.

That ends now.

AAAGH!

I DON'T KNOW ABOUT THIS, NORMAN. HE'S ONLY A CHILD.

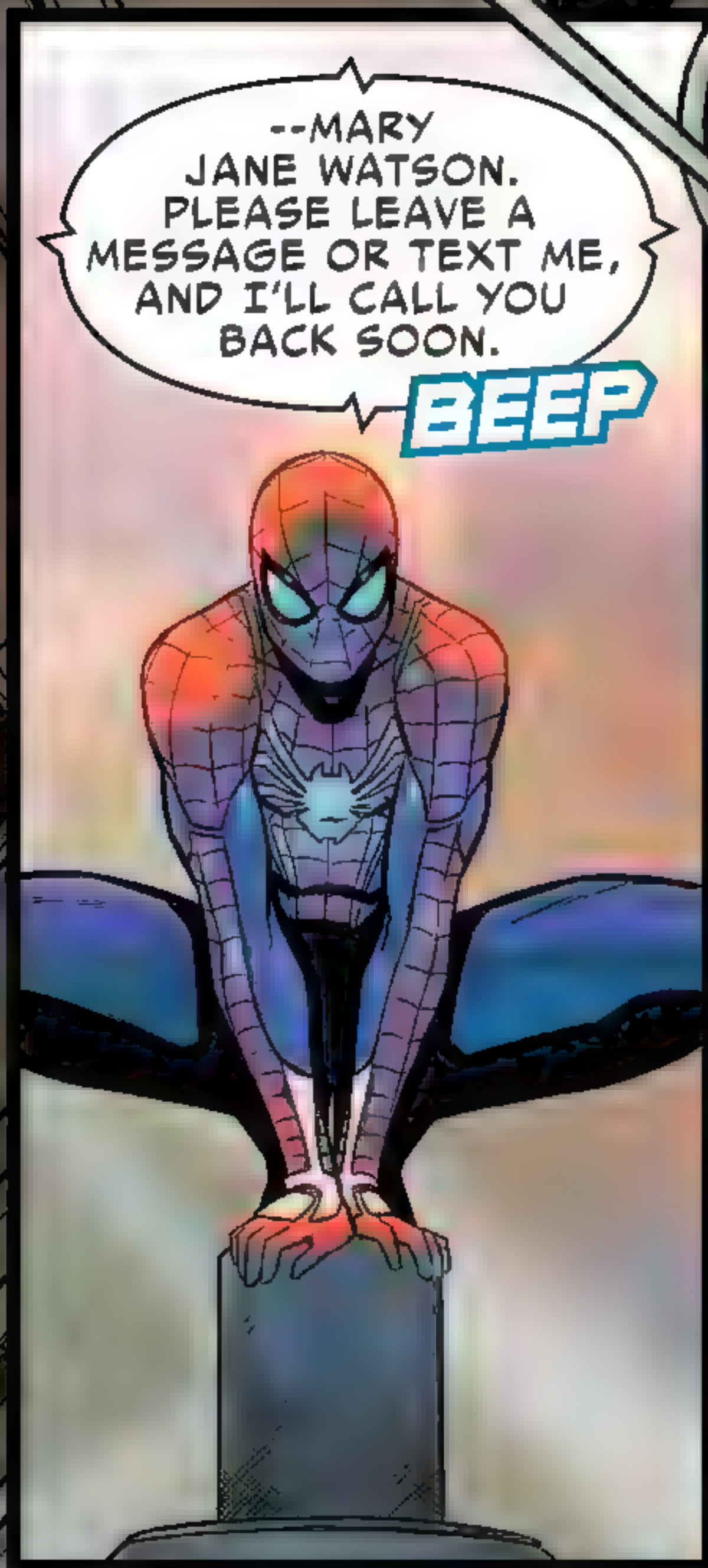
HE'S FINE.

Turn my life's work into something monstrous.

YOU'RE ALWAYS FREE TO COME BACK TO OSCORP AND CONTINUE YOUR WORK IN THE SAFETY AND SECURITY OF MY LABS.

I'm coming for you, Norman Osborn.

You have no idea what you're in for.



--MARY JANE WATSON. PLEASE LEAVE A MESSAGE OR TEXT ME, AND I'LL CALL YOU BACK SOON.

BEEP

UH, HEY, IT'S ME. HADN'T HEARD FROM YOU IN A MINUTE, JUST WANTED TO...I DUNNO, CHECK IN...

ANYWAY, LEMME KNOW WHEN YOU WANT TO TALK.

MJ
Just not ready to talk yet.

VOICE TO TEXT.

PETER
It's over BTW.

MJ
OVER? Ok fine.



PETER

What? No. Not that kind of over. I meant Li. He's in jail.

MJ

Oh.

PETER

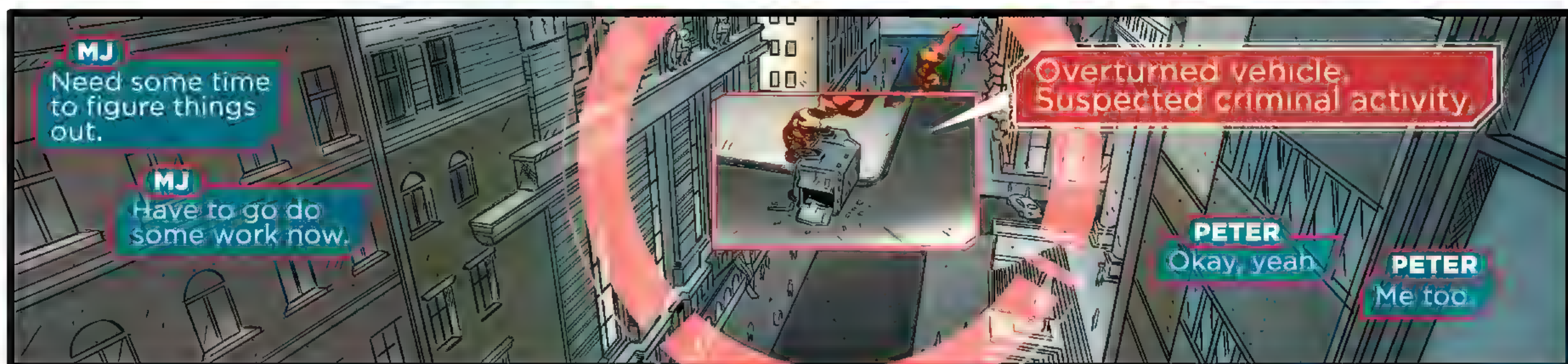
Do you want it to be over?

MJ

No.

MJ

But maybe it should be.



MJ

Need some time to figure things out.

MJ

Have to go do some work now.

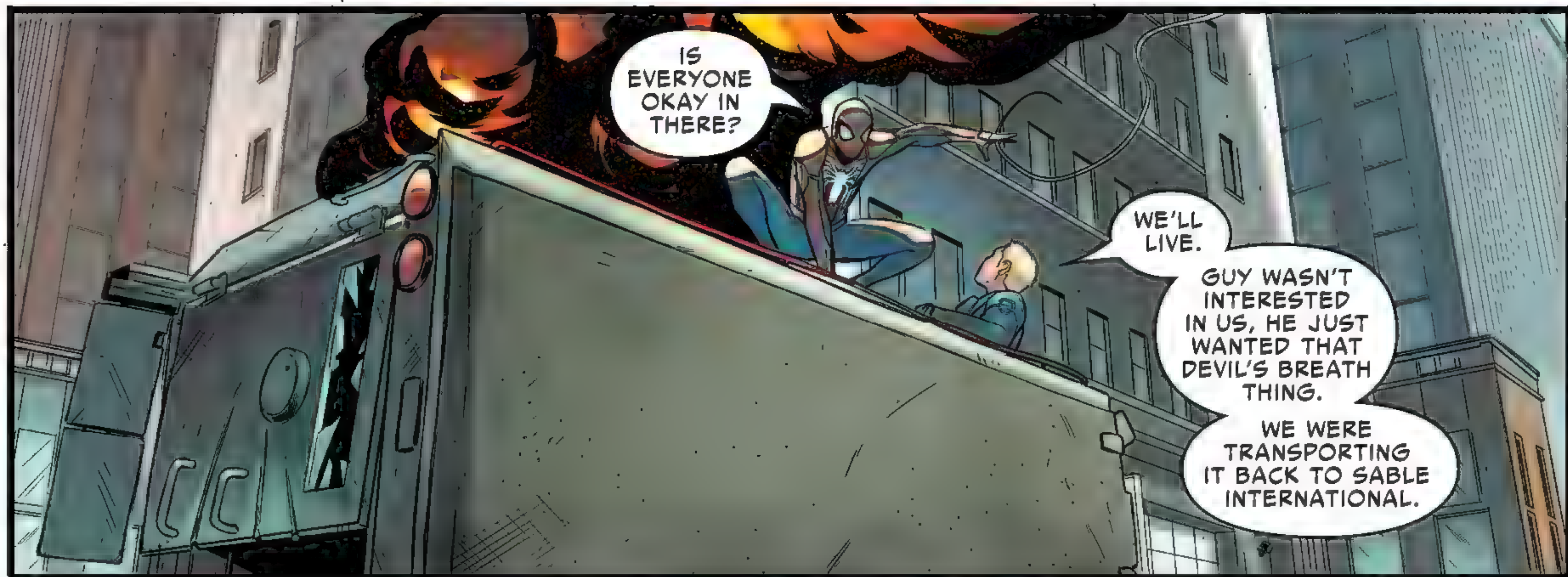
Overturned vehicle, Suspected criminal activity.

PETER

Okay, yeah.

PETER

Me too.

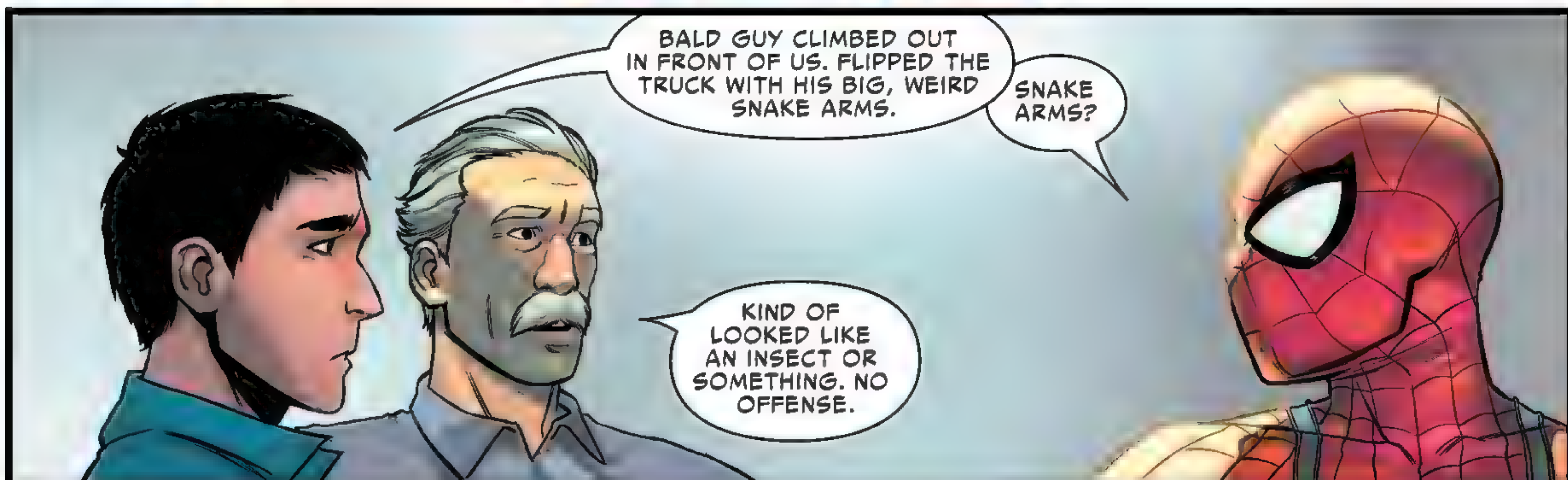
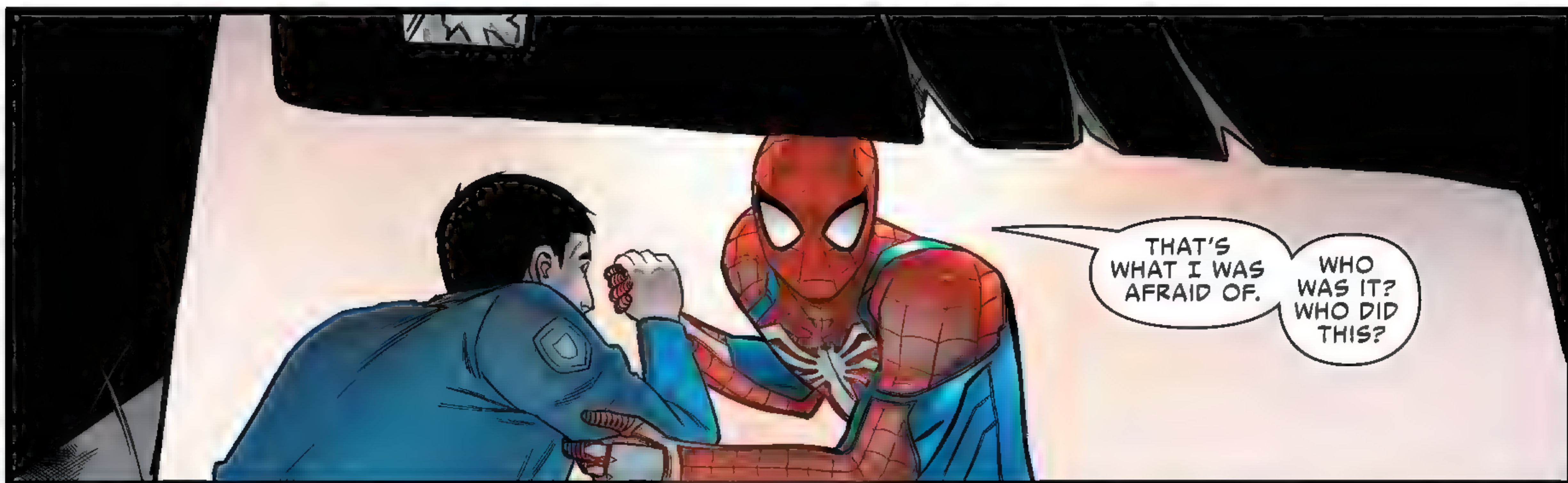


IS EVERYONE OKAY IN THERE?

WE'LL LIVE.

GUY WASN'T INTERESTED IN US, HE JUST WANTED THAT DEVIL'S BREATH THING.

WE WERE TRANSPORTING IT BACK TO SABLE INTERNATIONAL.

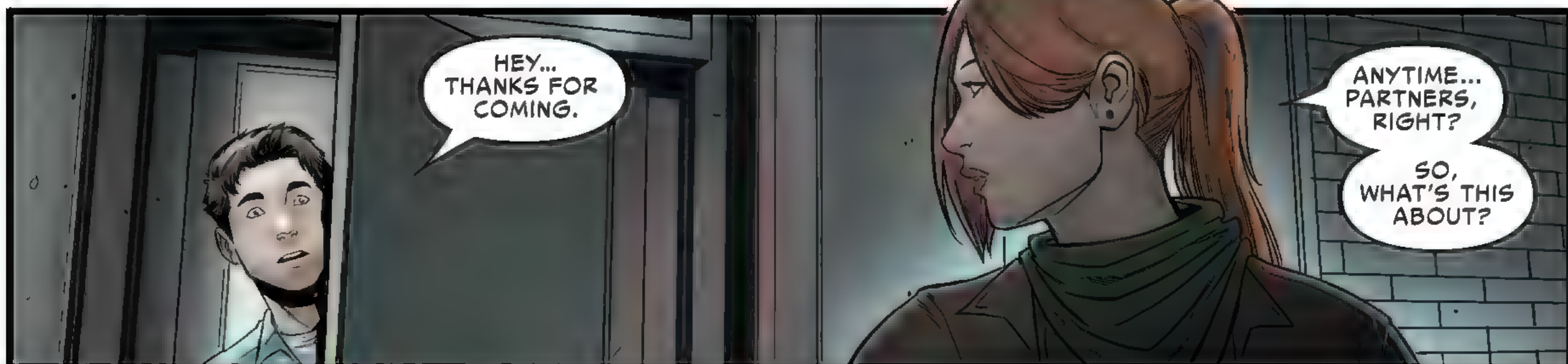




MJ
Walking
up now.

~SIGH~

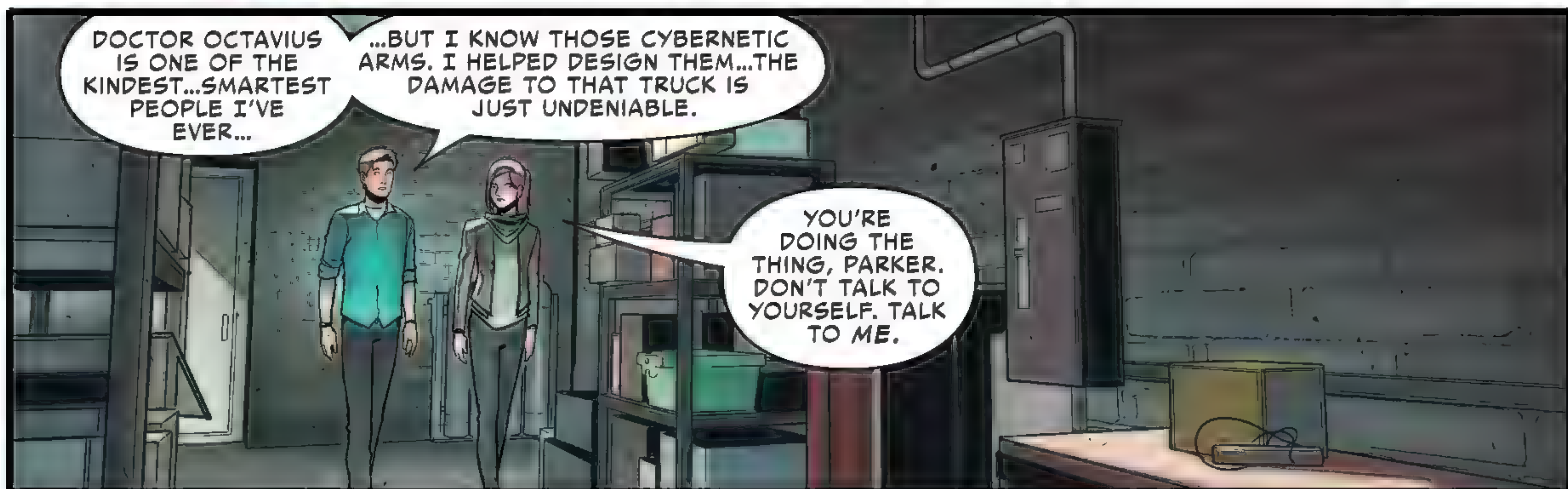
YOU
WANTED
TO BE HIS
PARTNER.



HEY...
THANKS FOR
COMING.

ANYTIME...
PARTNERS,
RIGHT?

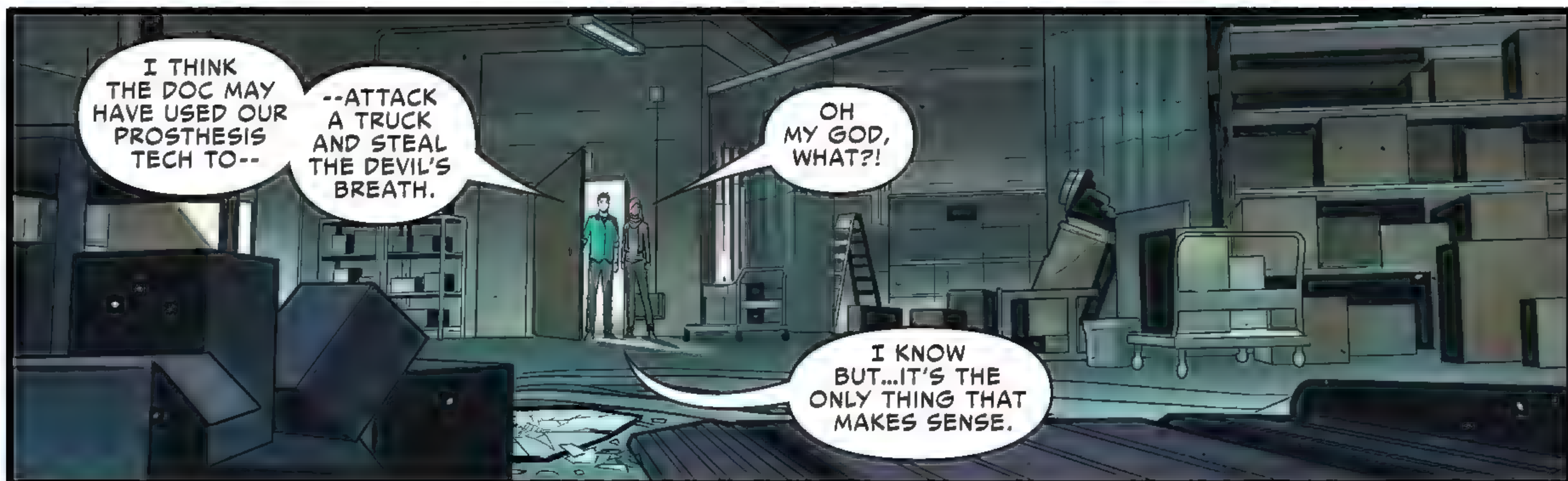
SO,
WHAT'S THIS
ABOUT?



DOCTOR OCTAVIUS
IS ONE OF THE
KINDEST...SMARTEST
PEOPLE I'VE
EVER...

...BUT I KNOW THOSE CYBERNETIC
ARMS. I HELPED DESIGN THEM...THE
DAMAGE TO THAT TRUCK IS
JUST UNDENIABLE.

YOU'RE
DOING THE
THING, PARKER.
DON'T TALK TO
YOURSELF. TALK
TO ME.

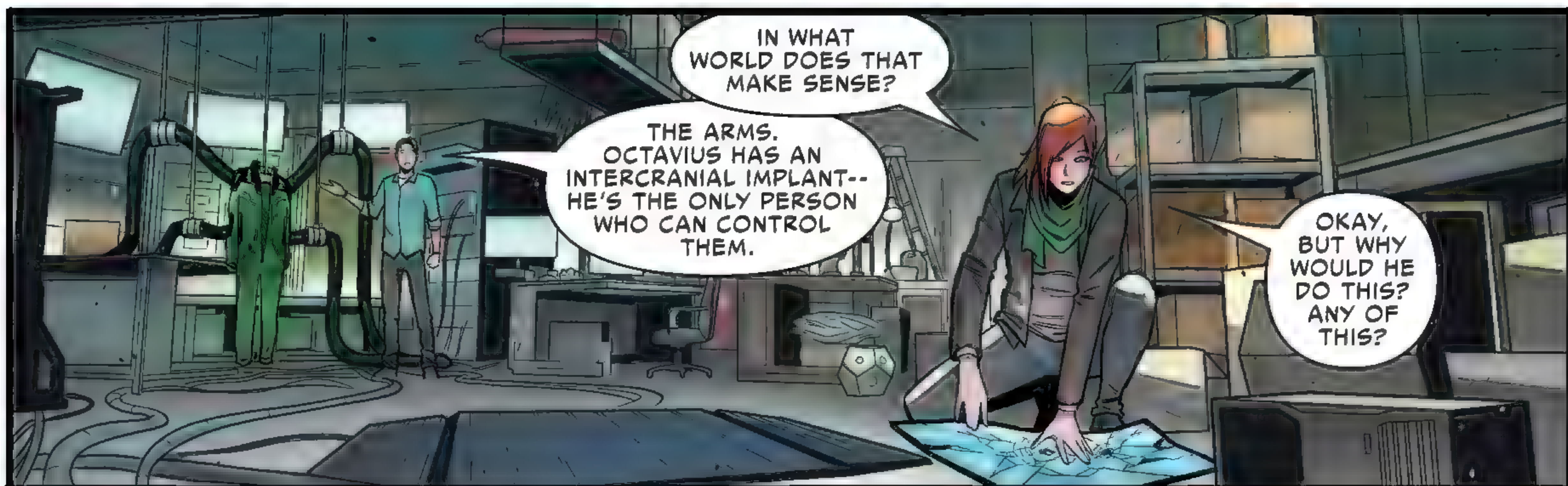


I THINK
THE DOC MAY
HAVE USED OUR
PROSTHESIS
TECH TO--

--ATTACK
A TRUCK
AND STEAL
THE DEVIL'S
BREATH.

OH
MY GOD,
WHAT?!

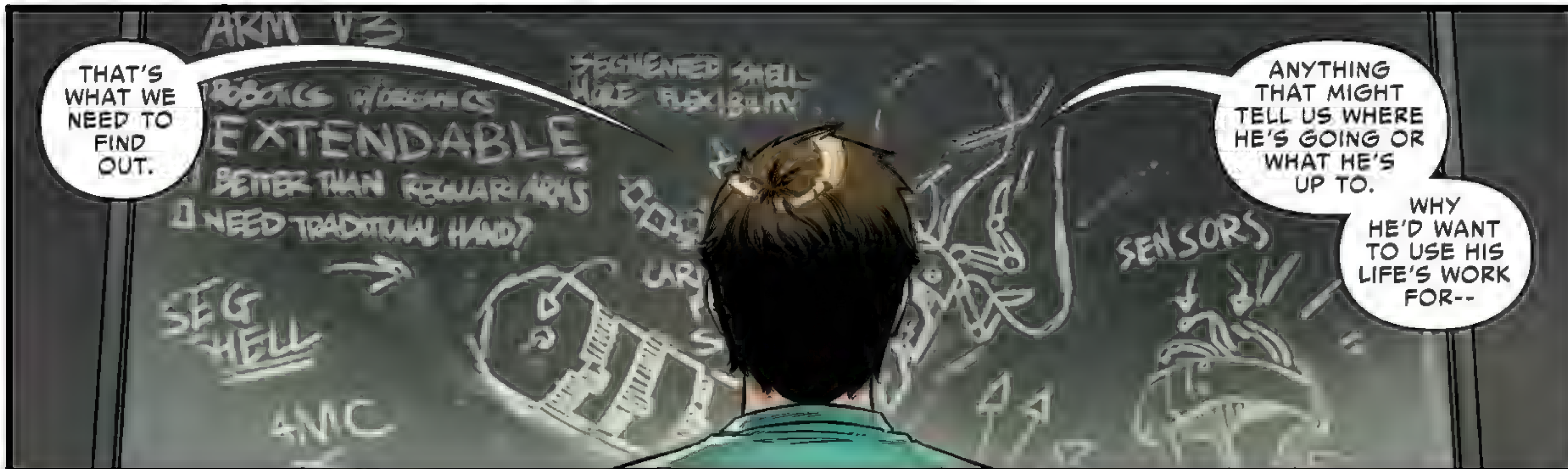
I KNOW
BUT...IT'S THE
ONLY THING THAT
MAKES SENSE.



IN WHAT
WORLD DOES THAT
MAKE SENSE?

THE ARMS.
OCTAVIUS HAS AN
INTERCRANIAL IMPLANT--
HE'S THE ONLY PERSON
WHO CAN CONTROL
THEM.

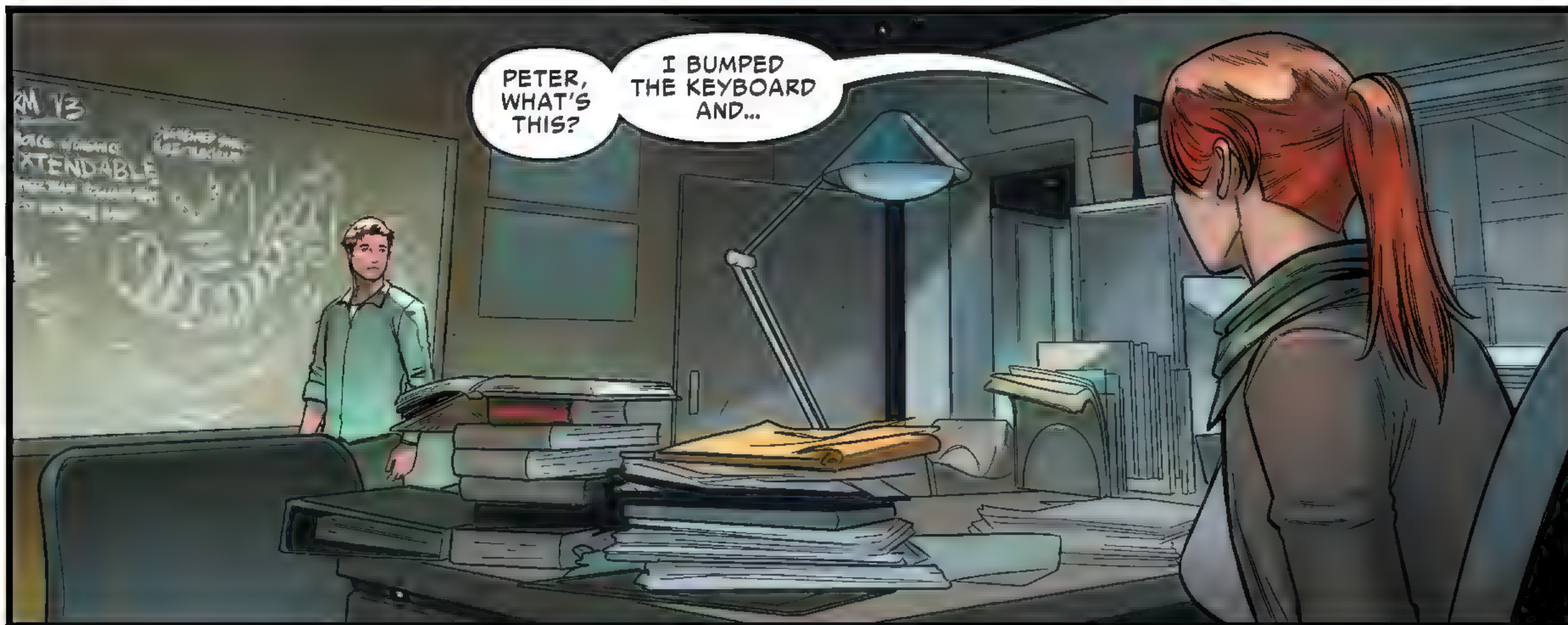
OKAY,
BUT WHY
WOULD HE
DO THIS?
ANY OF
THIS?



THAT'S
WHAT WE
NEED TO
FIND
OUT.

ANYTHING
THAT MIGHT
TELL US WHERE
HE'S GOING OR
WHAT HE'S
UP TO.

WHY
HE'D WANT
TO USE HIS
LIFE'S WORK
FOR--



PETER,
WHAT'S
THIS?

I BUMPED
THE KEYBOARD
AND...



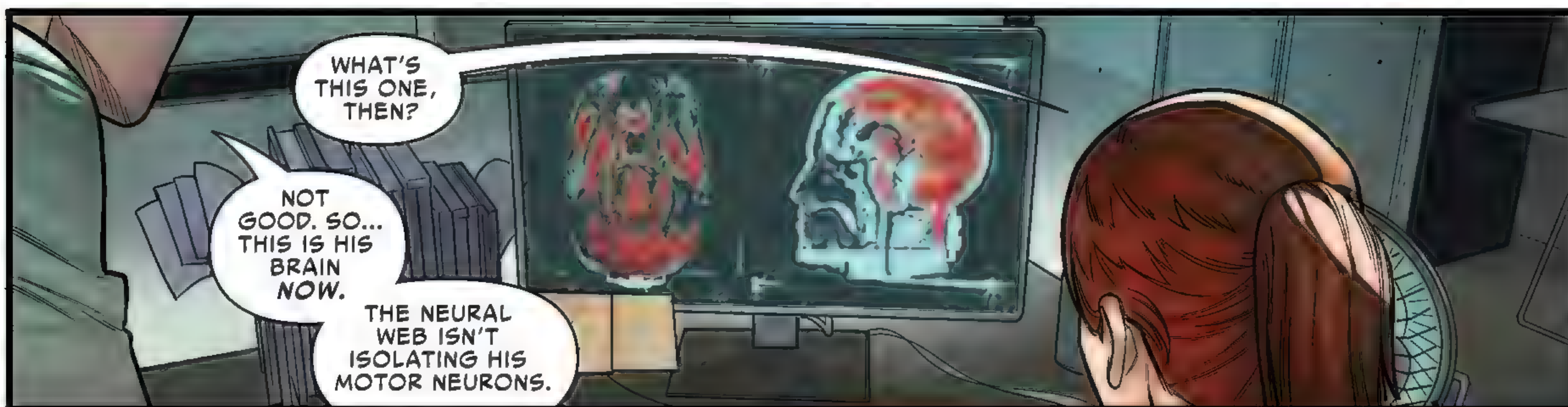
IT'S A
BRAIN SCAN,
RIGHT?

I PROMISED
I WOULDN'T TELL
ANYONE BUT...

OTTO HAS A
DEGENERATIVE
NEUROLOGICAL
DISORDER. HE'S
RAPIDLY LOSING
MOTOR FUNCTION,
WHICH IS--

WHY HE'S SO
INVESTED IN ADVANCE
PROSTHESIS.

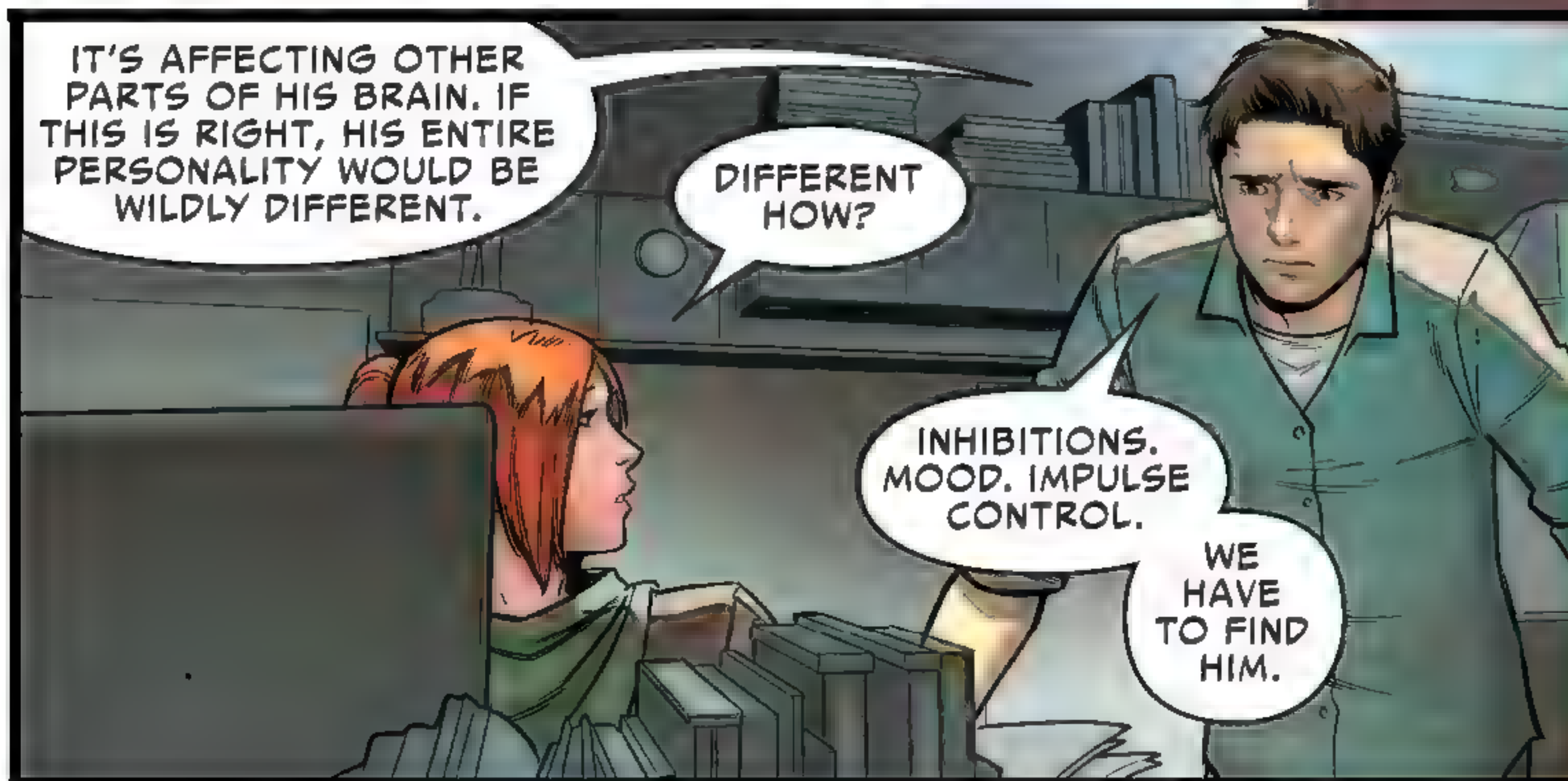
YES.



WHAT'S
THIS ONE,
THEN?

NOT
GOOD. SO...
THIS IS HIS
BRAIN
NOW.

THE NEURAL
WEB ISN'T
ISOLATING HIS
MOTOR NEURONS.



IT'S AFFECTING OTHER
PARTS OF HIS BRAIN. IF
THIS IS RIGHT, HIS ENTIRE
PERSONALITY WOULD BE
WILDLY DIFFERENT.

DIFFERENT
HOW?

INHIBITIONS.
MOOD. IMPULSE
CONTROL.

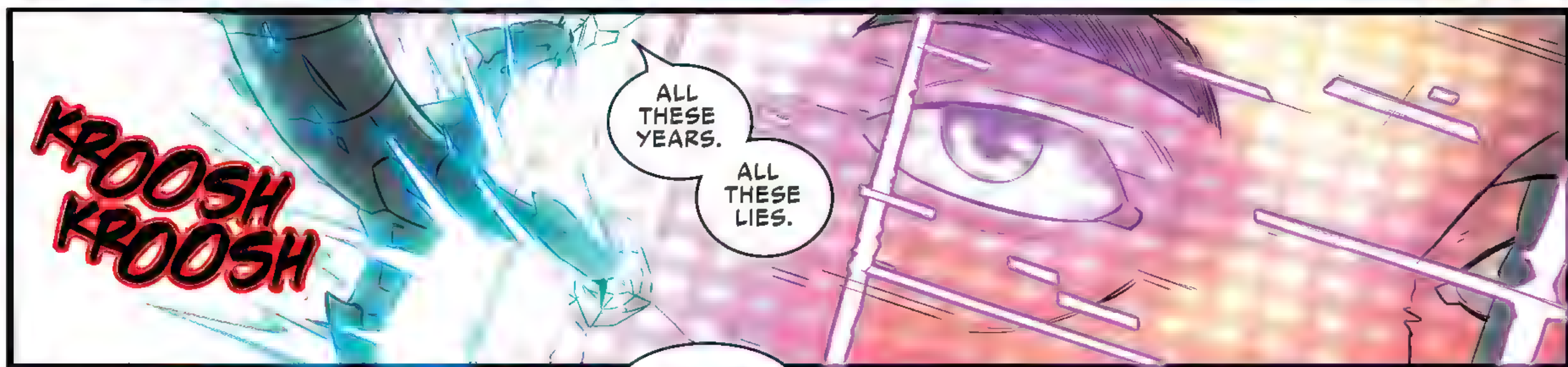
WE
HAVE
TO FIND
HIM.

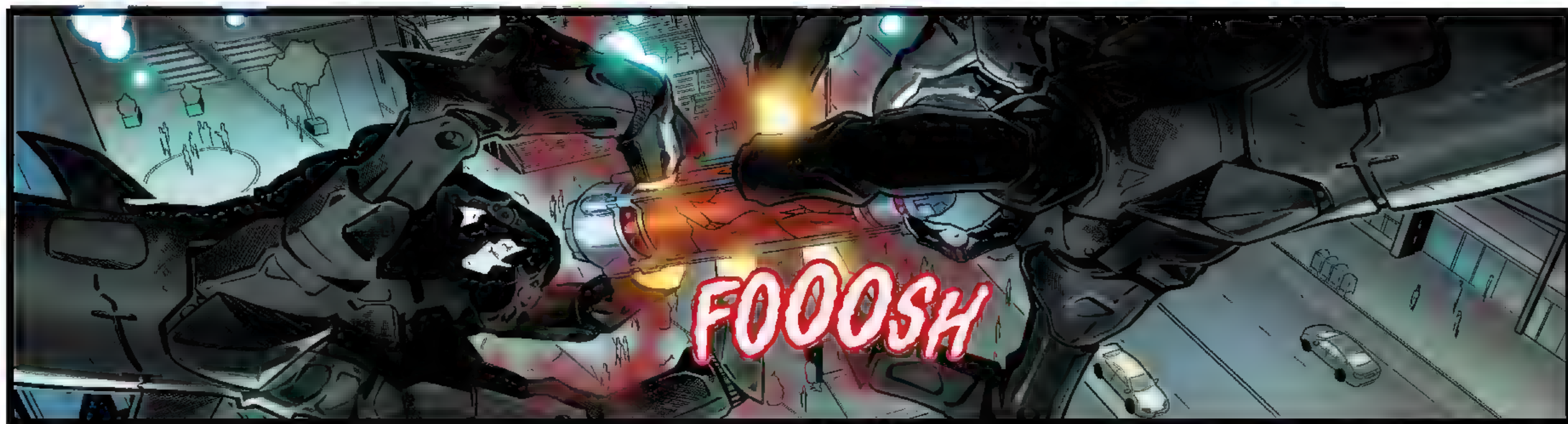
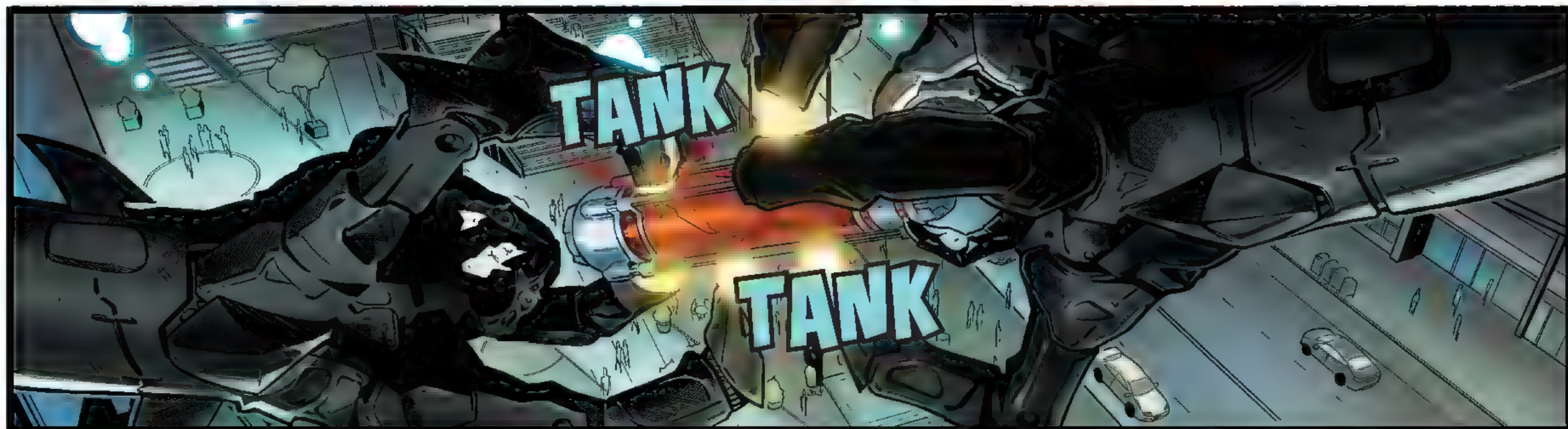


IN THE
WRONG HANDS
THOSE CYBERNETIC
ARMS--

PETER,
FORGET THE
ARMS--

"--OCTAVIUS HAS THE DEVIL'S BREATH."







UGH...
HEY!

GROSS.

WHAT
THE HELL
IS THAT?

LET'S
SEE YOU
TRY TO
SPIN
THAT.

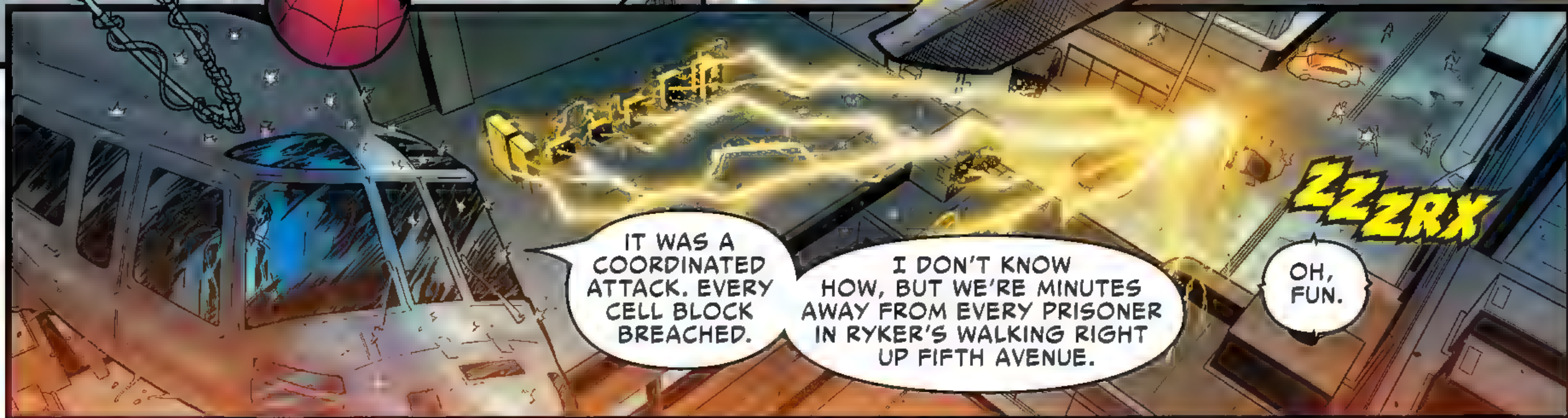






THE DEVIL'S BREATH IS STILL MISSING AND I'VE GOT STRANGE REPORTS COMING FROM TIMES SQUARE, BUT RIGHT NOW I NEED YOUR HELP AT RYKER'S.

ALREADY HERE, YURI. WHAT HAPPENED?



IT WAS A COORDINATED ATTACK. EVERY CELL BLOCK BREACHED.

I DON'T KNOW HOW, BUT WE'RE MINUTES AWAY FROM EVERY PRISONER IN RYKER'S WALKING RIGHT UP FIFTH AVENUE.

OH, FUN.



WHAT'S UP WITH THE DEVIL'S BREATH?

NO IDEA. SABLE'S TROOPS ARE HANDLING IT.

YOU TRUST THEM?

DO I HAVE A CHOICE?

THINGS JUST GOT WORSE, SPIDER-MAN!

THE ENTIRE POPULATION OF THE RAFT HAS ESCAPED...INCLUDING MARTIN LI.

FIVE OF YOUR WORST ENEMIES ARE NOW ON THE LOOSE.



YOU
DON'T
SAY.

SURPRISE,
SURPRISE,
SPIDER.

HOW
D'YA LIKE
OUR NEW
SUITS?

Electro.

Vulture.

Mister Negative.

Rhino.

Scorpion.

BOLD.
FASHION
FORWARD
WITHOUT
BEING
TACKY.

WHO'S
YOUR
TAILOR?

WOULDN'T
YOU LIKE TO
KNOW?

KZZZAAT

I
WOULD.
IT'S
WHY I
ASKED.

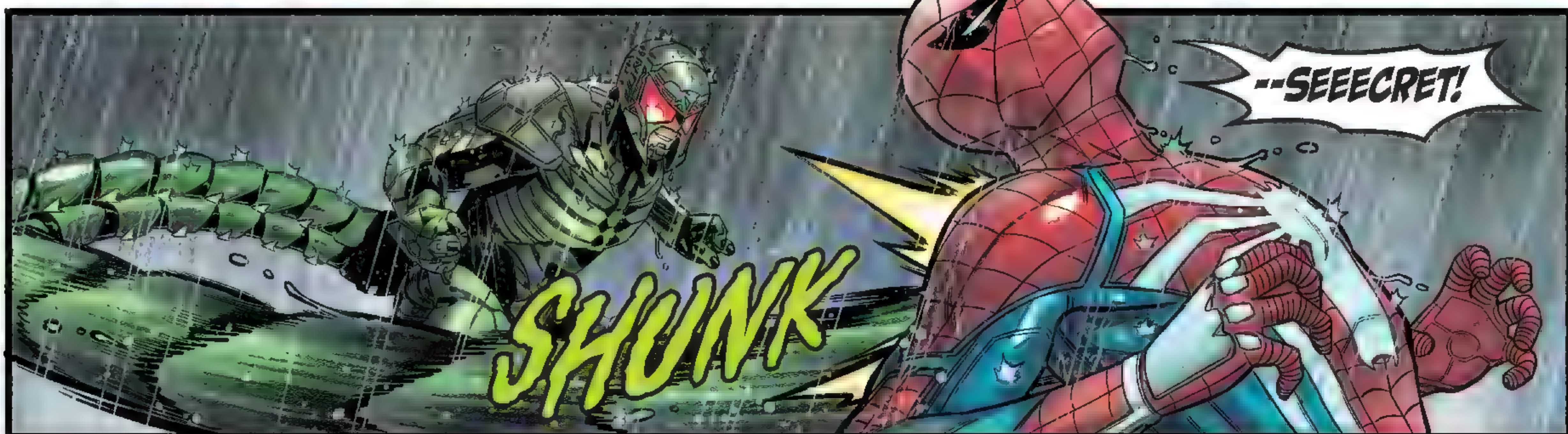
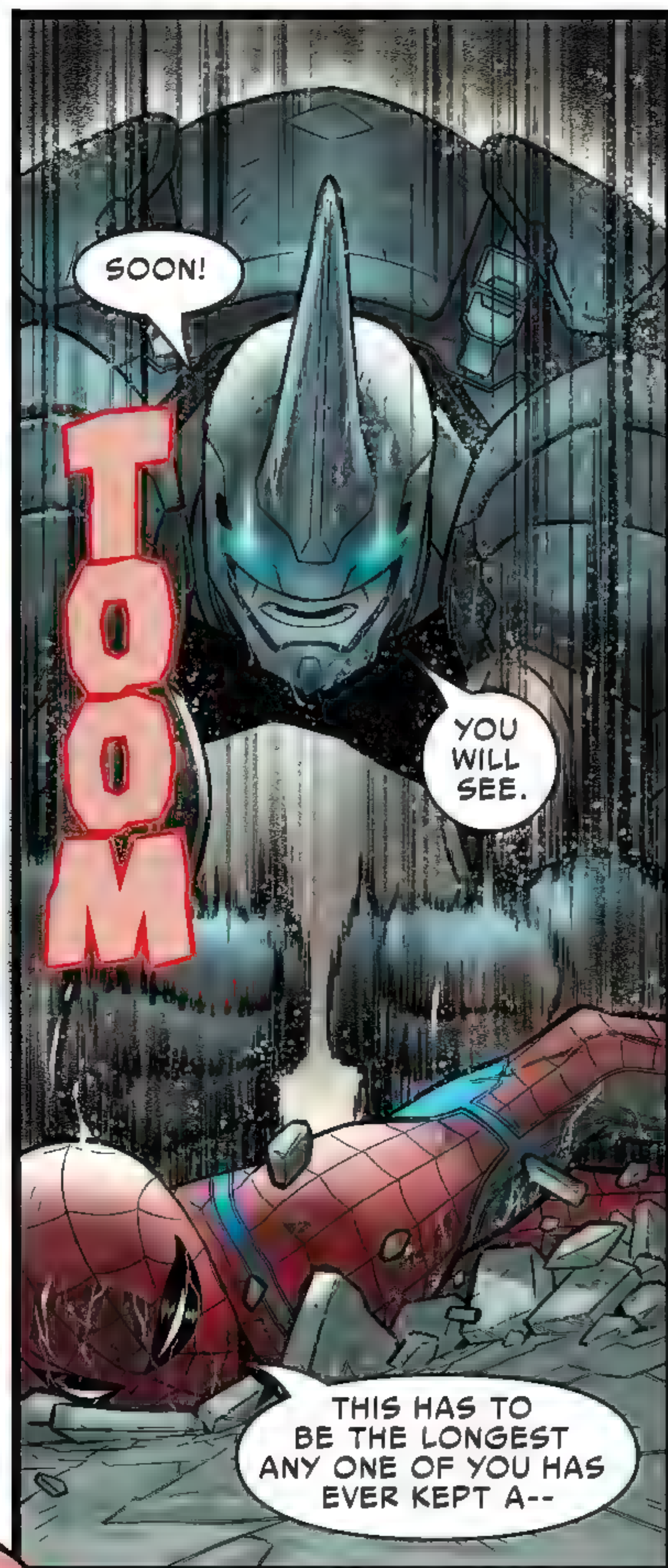
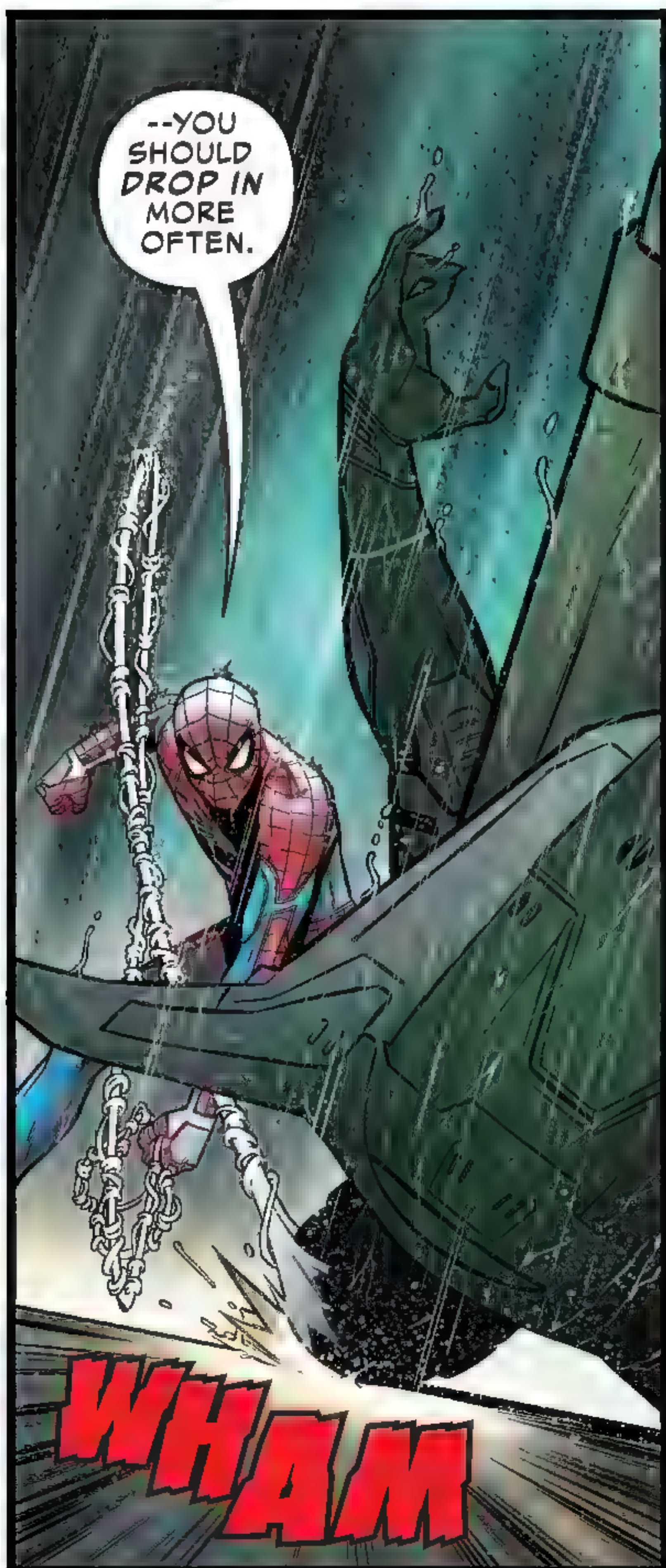
RHINO
TRAMPLE!

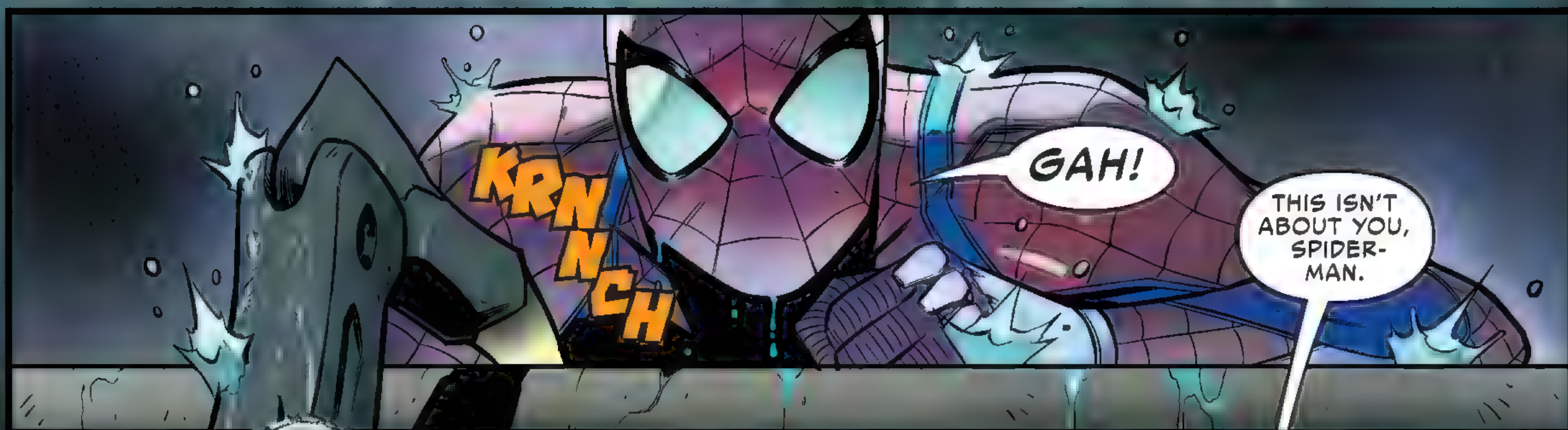
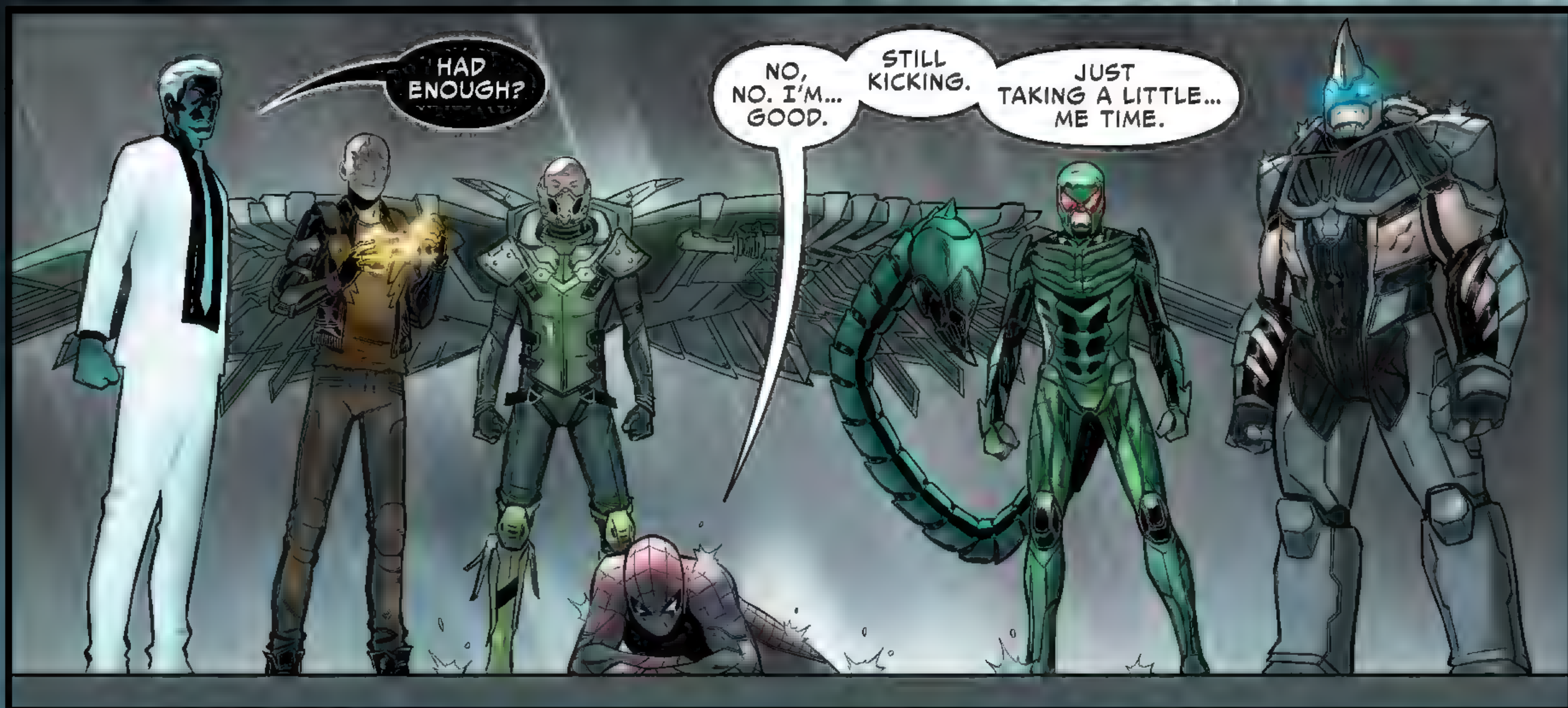
KRNEH

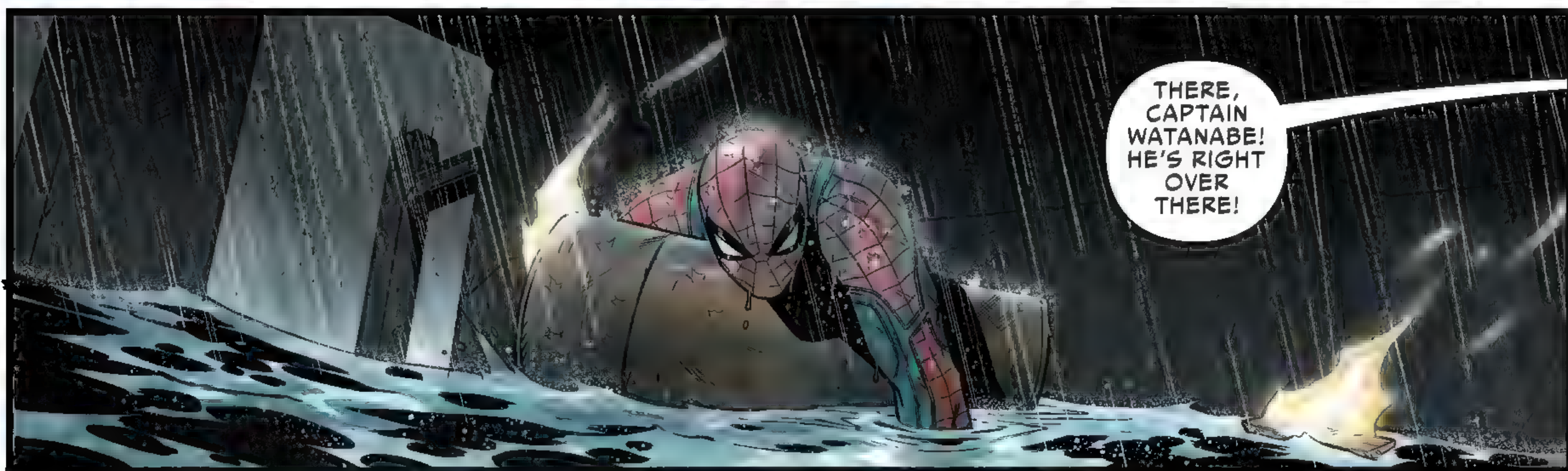
LONG TIME
NO SEE, SPIDER-
MAN.

THWIP THWIP

YEAH,
IT'S BEEN A
DOG'S AGE,
VULTURE--







AS NEW YORK ENTERS WEEK FIVE OF QUARANTINE, CRIME CONTINUES TO RUN RAMPANT.

F.E.A.S.T. Shelter.
Weeks later...

THE PDNY ARE REPORTEDLY BADLY OVERWHELMED TRYING TO ROUND UP RYKER'S ESCAPEES, AS THE CITY'S POLICE FORCE HAS BEEN CUT NEARLY IN HALF BY ILLNESS.

TO MAKE MATTERS WORSE, MOST OF THE CITY'S HOSPITALS REMAIN CLOSED.

DISGUSTING.

CITIZENS IN NEED OF MEDICAL ASSISTANCE ARE BEING DIRECTED TO TEMPORARY EMERGENCY CLINICS, INCLUDING THE F.E.A.S.T. SHELTER DOWNTOWN, WHERE VOLUNTEERS ARE DOING THEIR BEST TO PROVIDE AID.

HERE'S THE REST OF THE ANTIBIOTICS, MAY.

THANK YOU SO MUCH, MILES.

~SIGH~
WE'LL BE OUT OF MEDS AGAIN BY MIDNIGHT.

COULD YOU PLEASE HELP NURSE TARA WITH ADMITTING? IT'S A BIT OF A ZOO OVER THERE.

ON IT.

MEANWHILE, MAYOR OSBORN HAS GONE ON RECORD BLAMING SPIDER-MAN FOR THE PRISON BREAK AND CITYWIDE SICKNESS, BRANDING HIM A FUGITIVE.

OF COURSE HE HAS.

MANY BELIEVE THE MAYOR IS DEFLECTING BLAME, SINCE MY DAILY BUGLE REPORT REVEALED THAT THIS DISEASE ORIGINATED IN A SECRET, UNREGULATED OSCORP LABORATORY.

JUST MONSTROUS.



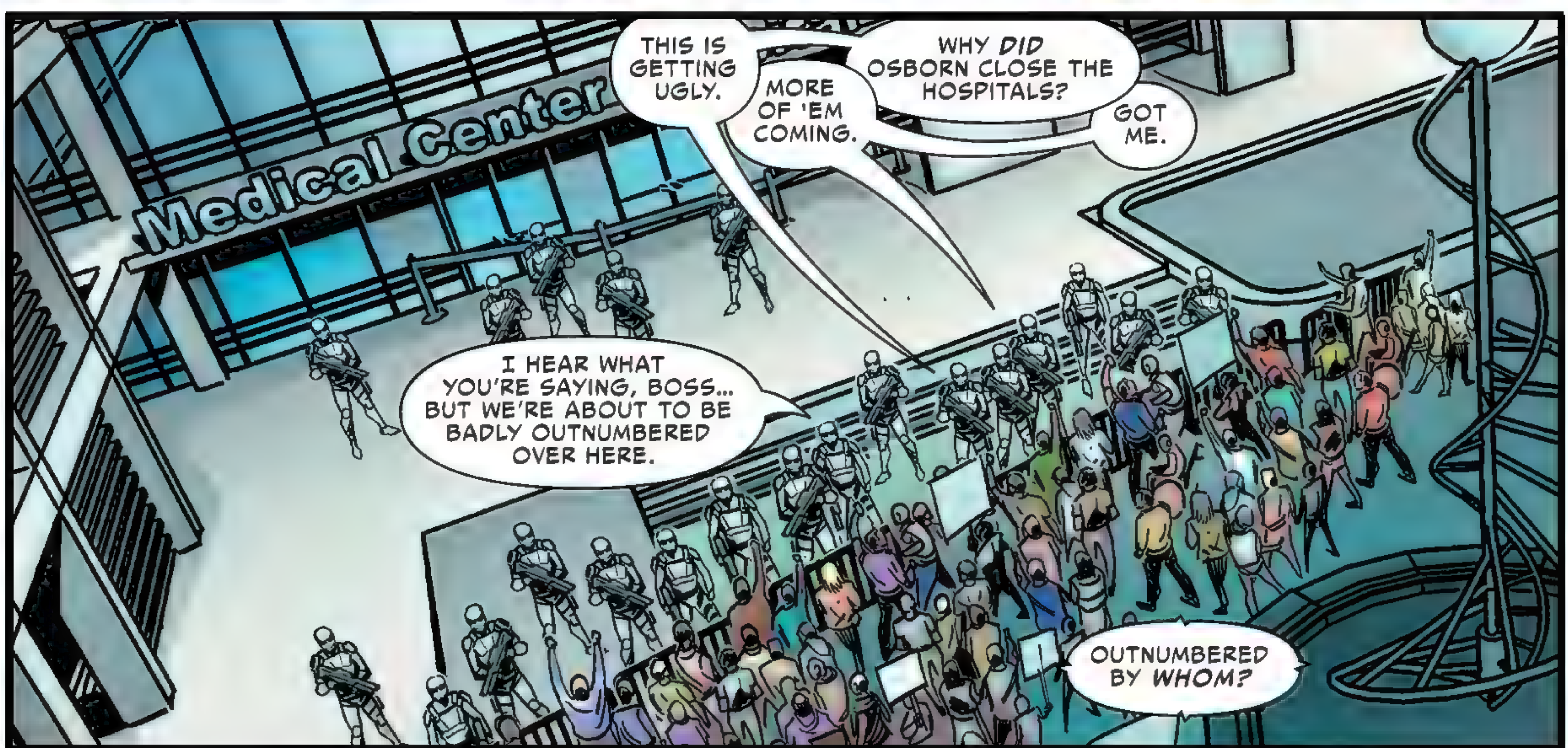
OSBORN INSISTS OSCORP IS WORKING WITH THE NDC ON AN ANTI-SERUM, BUT HAS YET TO PROVIDE PROOF.

I'M GONNA NEED YOU FOLKS TO CALM DOWN AND STEP AWAY FROM THE BARRICADE.

YOU STEP AWAY!

WHY THE HELL WOULD YOU CLOSE THE HOSPITALS?!

IN THE MIDDLE OF A DAMN OUTBREAK?!



THIS IS GETTING UGLY.

MORE OF 'EM COMING.

WHY DID OSBORN CLOSE THE HOSPITALS?

GOT ME.

I HEAR WHAT YOU'RE SAYING, BOSS... BUT WE'RE ABOUT TO BE BADLY OUTNUMBERED OVER HERE.

OUTNUMBERED BY WHOM?



JUST REGULAR PEOPLE. DOCTORS AND PATIENTS. A FEW PARENTS WITH SICK KIDS.

ARE ANY OF THESE PARENTS ARMED, COMMANDER?

WELL... NO.

OPEN UP

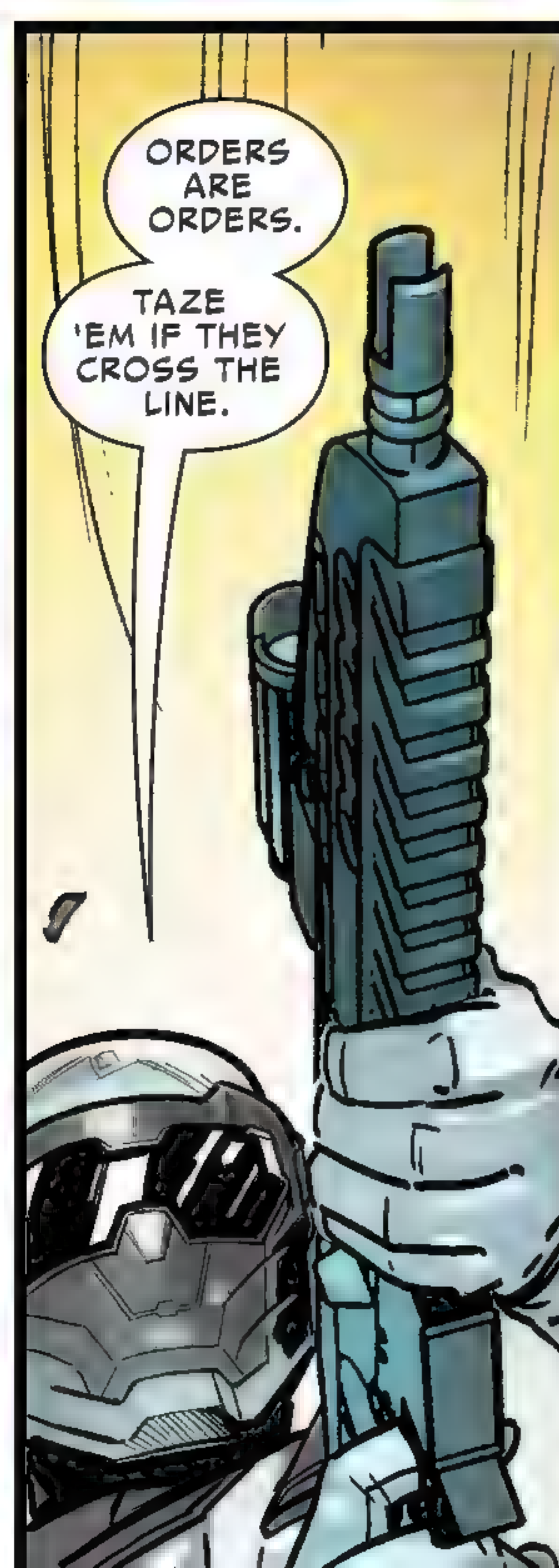
THEN PERHAPS A SMALL SHOW OF FORCE IS IN ORDER.



SABLE SAYS SET 'EM TO STUN.

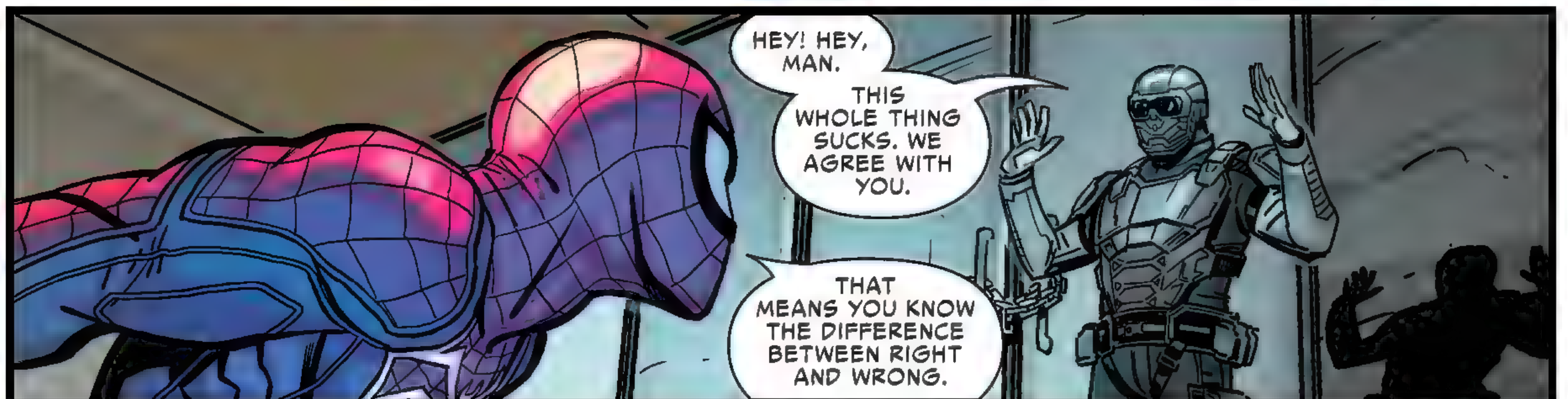
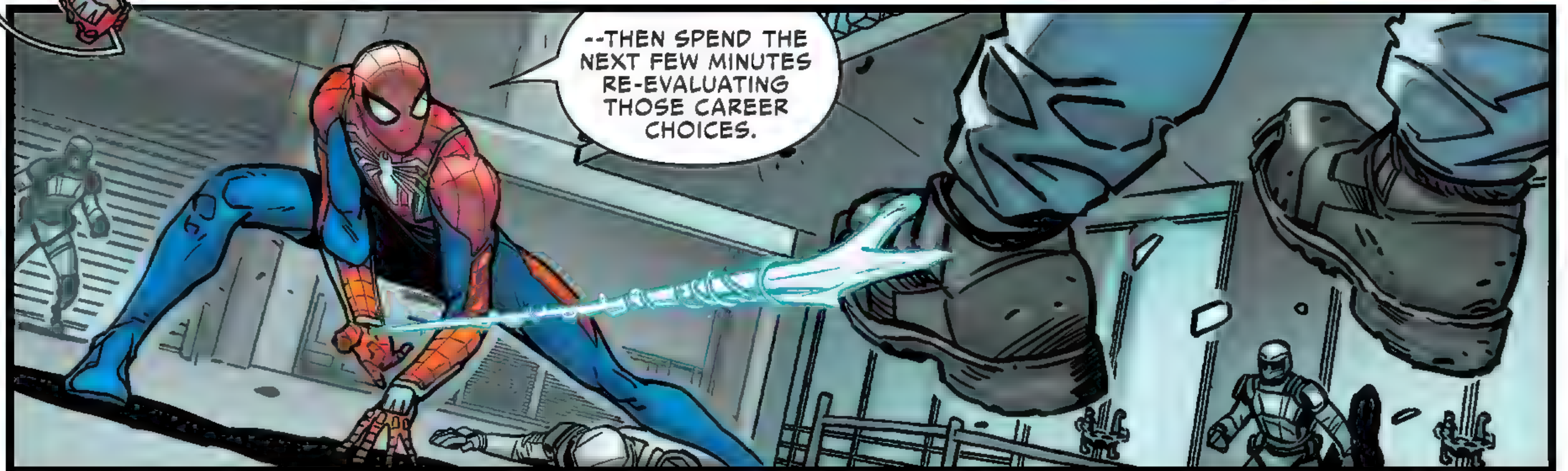
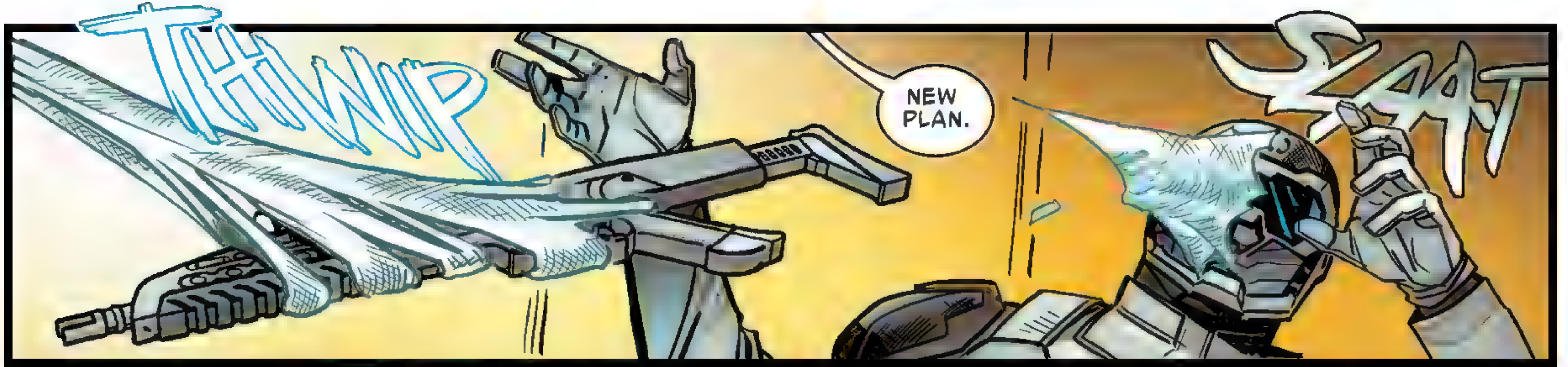
WHAT?

SERIOUSLY?!



ORDERS ARE ORDERS.

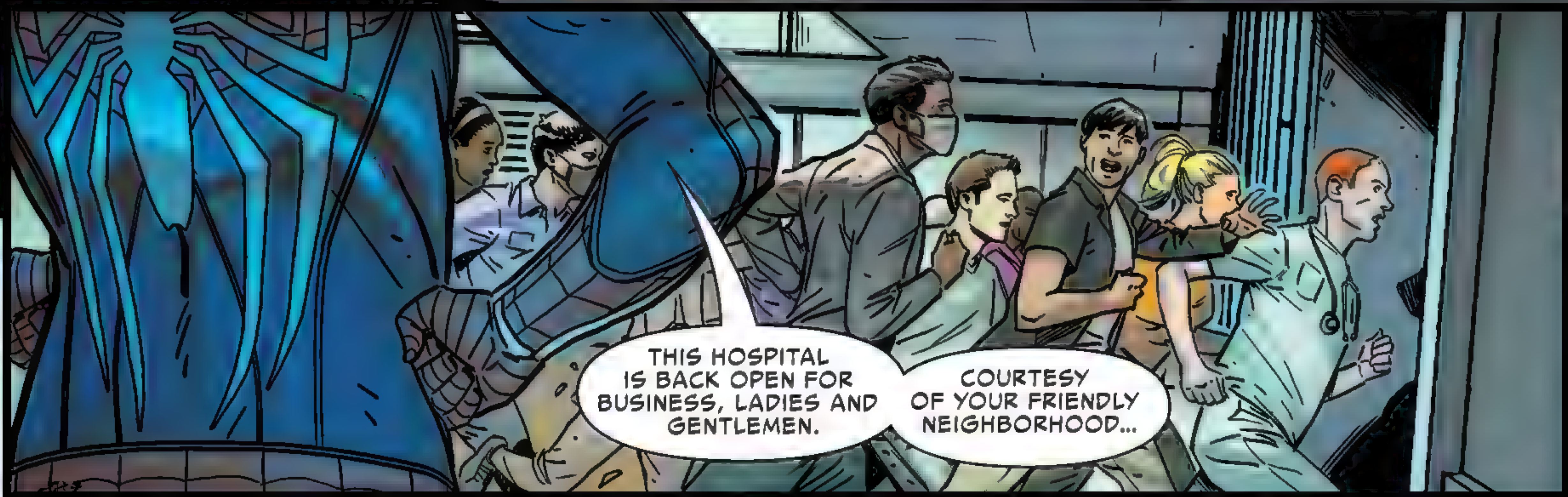
TAZE 'EM IF THEY CROSS THE LINE.





MAYBE
NEXT TIME TRY
DOING WHAT'S
RIGHT--

--INSTEAD
OF WHAT
YOU'RE
TOLD.



THIS HOSPITAL
IS BACK OPEN FOR
BUSINESS, LADIES AND
GENTLEMEN.

COURTESY
OF YOUR FRIENDLY
NEIGHBORHOOD...



...FUGITIVE
FROM JUSTICE.

WE DON'T
LIKE BEING
OSBORN'S
GOONS, YOU
KNOW.



I KNOW.

IT'S HARDER
THAN YOU THINK...
DOING THE RIGHT
THING.

NO, IT'S
EXACTLY AS
HARD AS
I THINK.

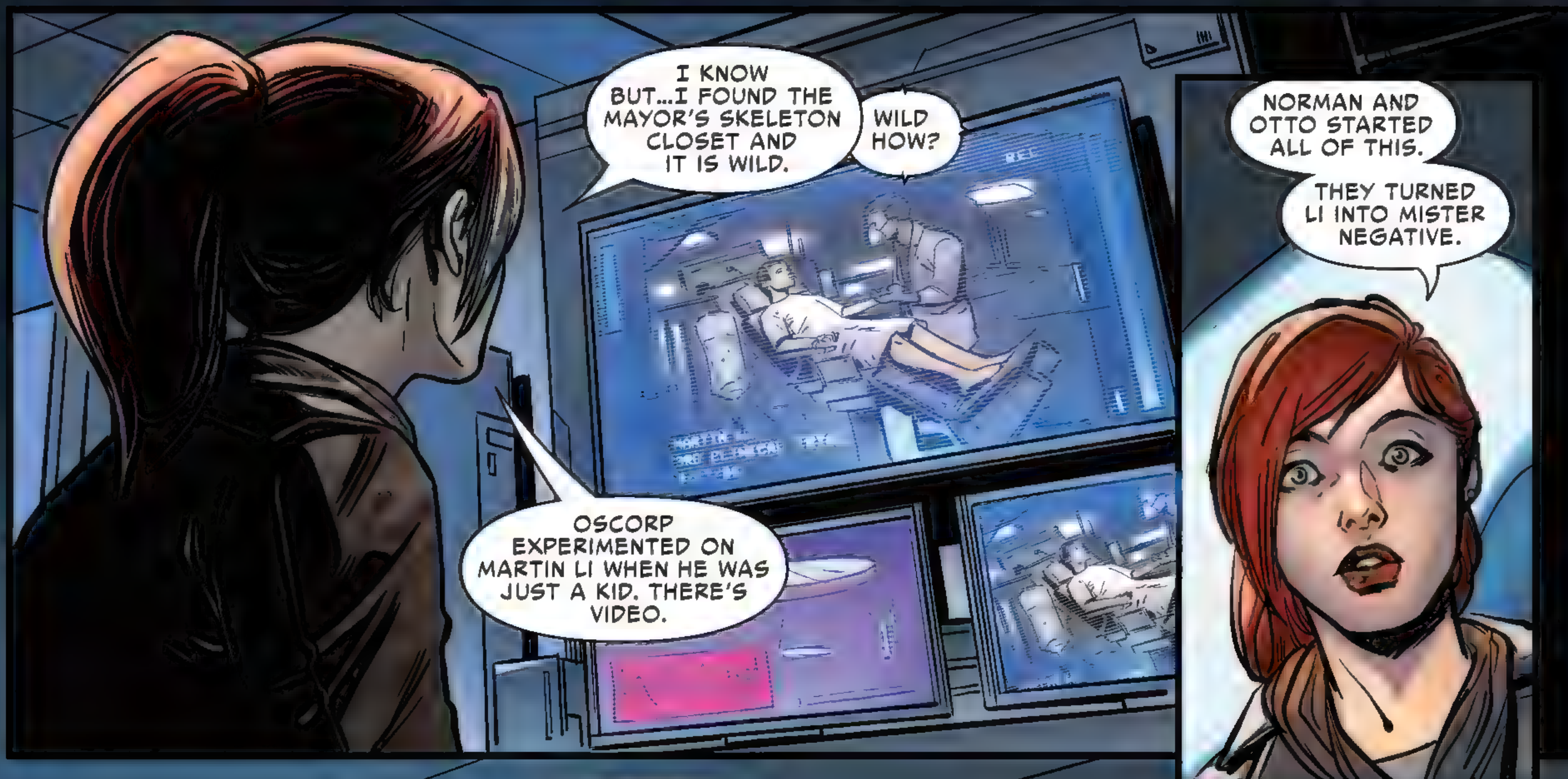
THE MAYOR'S MESSING UP. WITH
YOU. WITH ALL OF THIS. CITY NEEDS
SPIDER-MAN NOW MORE THAN EVER.



SPIDER-
MAN, IT'S
MJ. SO
I, UM...

...SORT OF
BROKE INTO MAYOR
OSBORN'S PRIVATE
PENTHOUSE.

YOU
WHAT?!



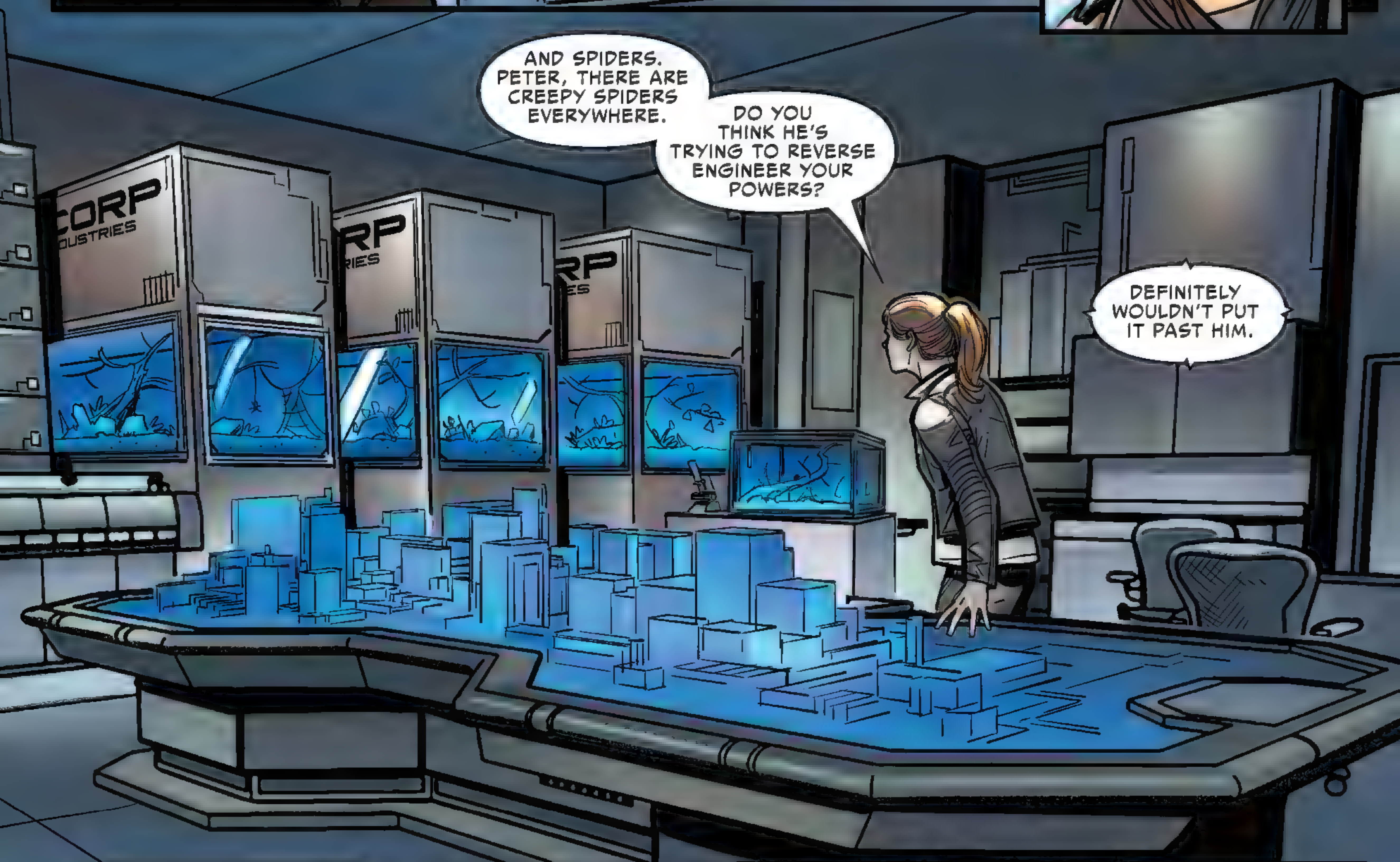
I KNOW
BUT...I FOUND THE
MAYOR'S SKELETON
CLOSET AND
IT IS WILD.

WILD
HOW?

OSCORP
EXPERIMENTED ON
MARTIN LI WHEN HE WAS
JUST A KID. THERE'S
VIDEO.

NORMAN AND
OTTO STARTED
ALL OF THIS.

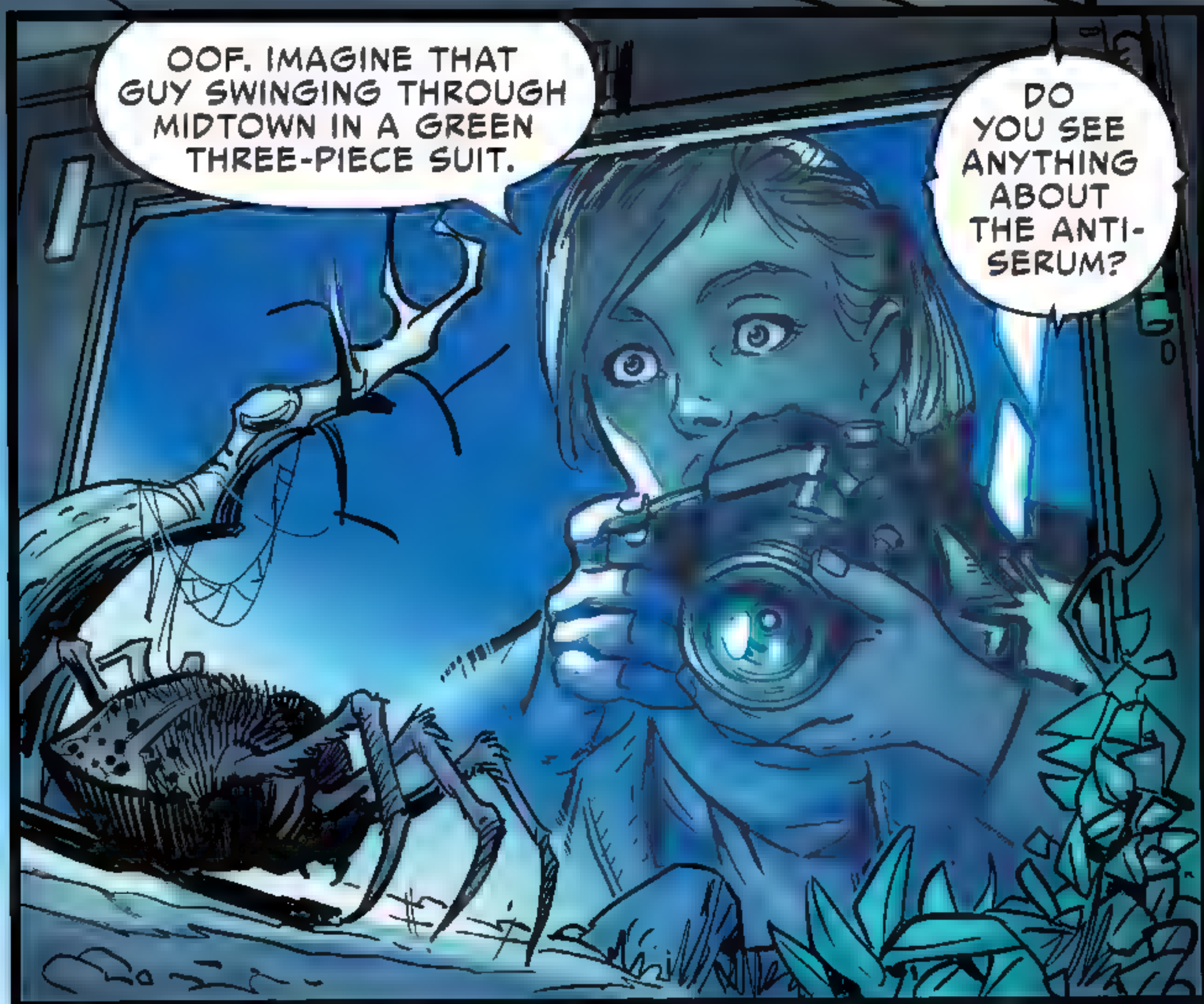
THEY TURNED
LI INTO MISTER
NEGATIVE.



AND SPIDERS.
PETER, THERE ARE
CREEPY SPIDERS
EVERYWHERE.

DO YOU
THINK HE'S
TRYING TO REVERSE
ENGINEER YOUR
POWERS?

DEFINITELY
WOULDN'T PUT
IT PAST HIM.



OOF. IMAGINE THAT
GUY SWINGING THROUGH
MIDTOWN IN A GREEN
THREE-PIECE SUIT.

DO
YOU SEE
ANYTHING
ABOUT
THE ANTI-
SERUM?



MAYBE. THERE'S
A BIG OSCORP
PROPERTY MAP.

YES! HERE
WE GO, GR-27.
HE'S COOKING UP
THE ANTI-SERUM
ON THE UPPER
WEST SIDE.

PERFECT.

LET ME
GET YOU A
CLEAR--





OKAY,
YOU'RE
FREAKING
ME OUT.

I'M
HERE. I'M
HERE.

WHERE
ARE YOU
RIGHT
NOW?!

ABOVE
35TH AND 12TH
AVE...GIVE OR
TAKE.



HOW FAST
CAN YOU SWING
TO OSBORN'S
PENTHOUSE?

I STARTED
SWINGING
THERE WHEN
YOU CALLED,
WHY--



HOW FAST,
PETER?!

20
SECONDS.
30 TOPS.



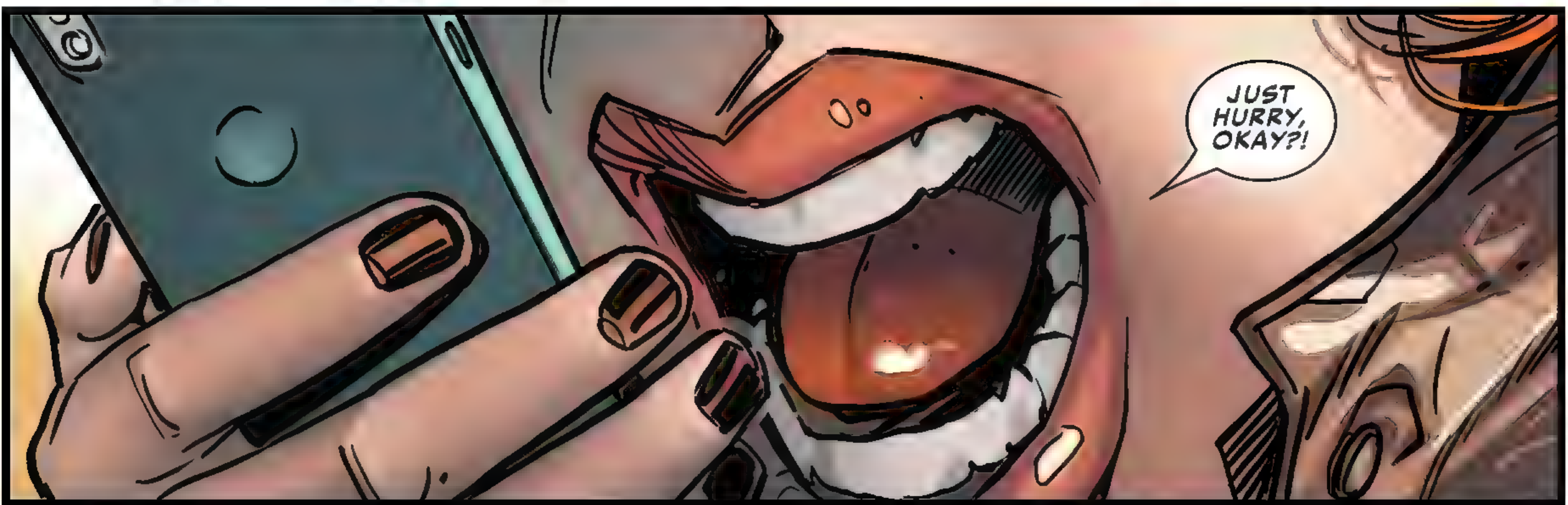
WHY DO
YOU--

BE HERE
IN 20! PLEASE
BE HERE
IN 20!

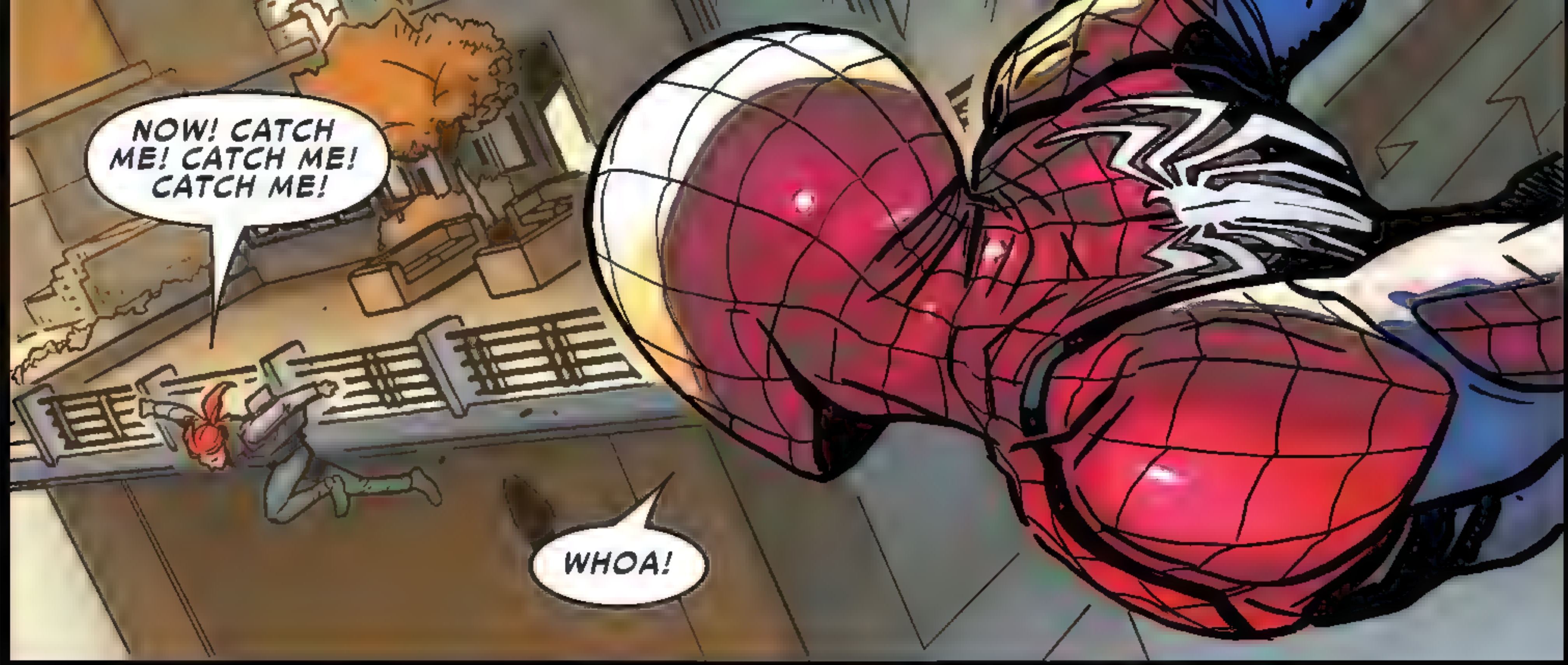


OKAY, I'M
COMING.

WHAT'S
GOING
ON?

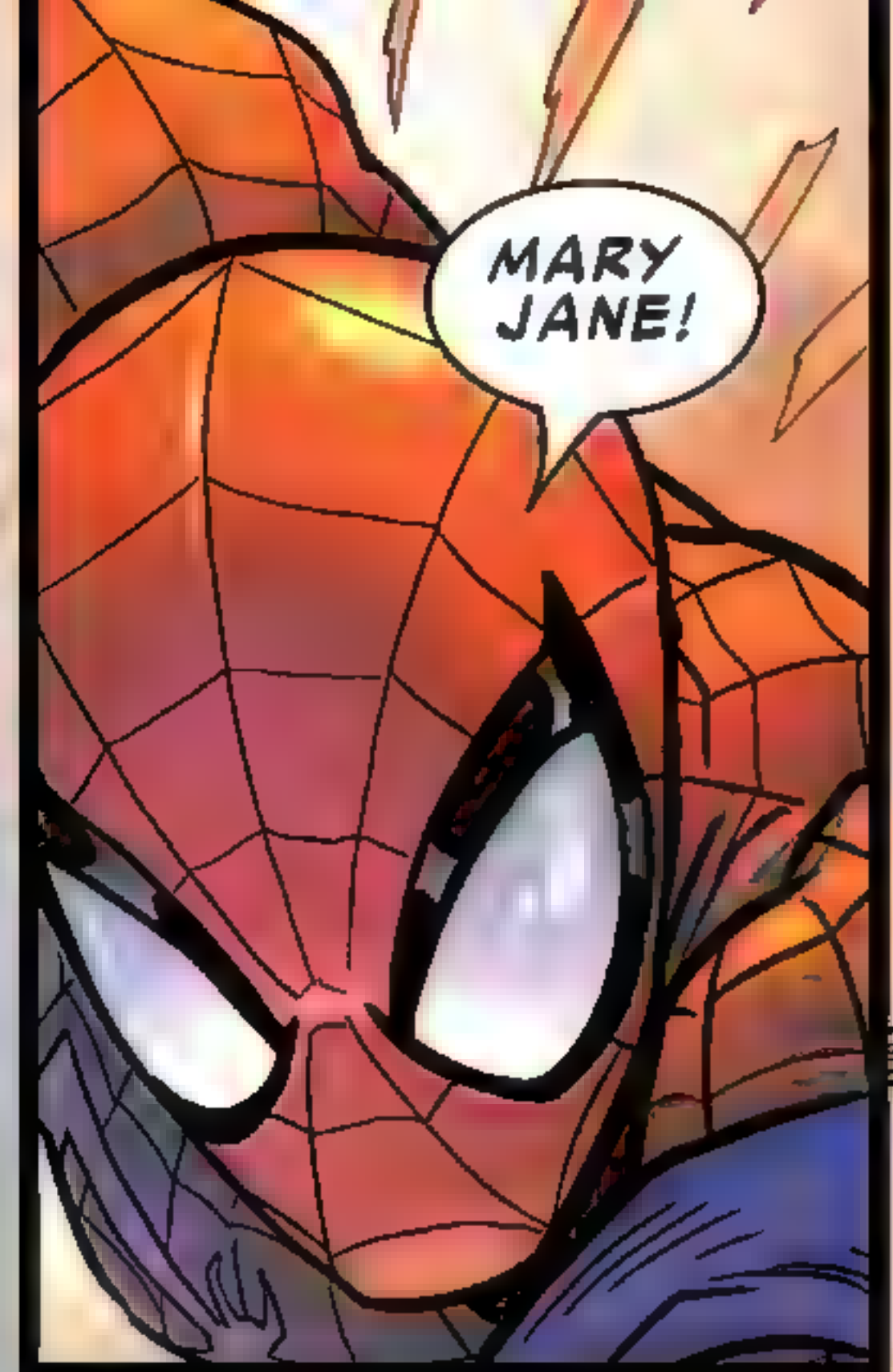


JUST
HURRY,
OKAY?!



NOW! CATCH ME! CATCH ME! CATCH ME!

WHOA!



MARY JANE!



GOTCHA!

WHEW! WAY TO GO, TIGER.

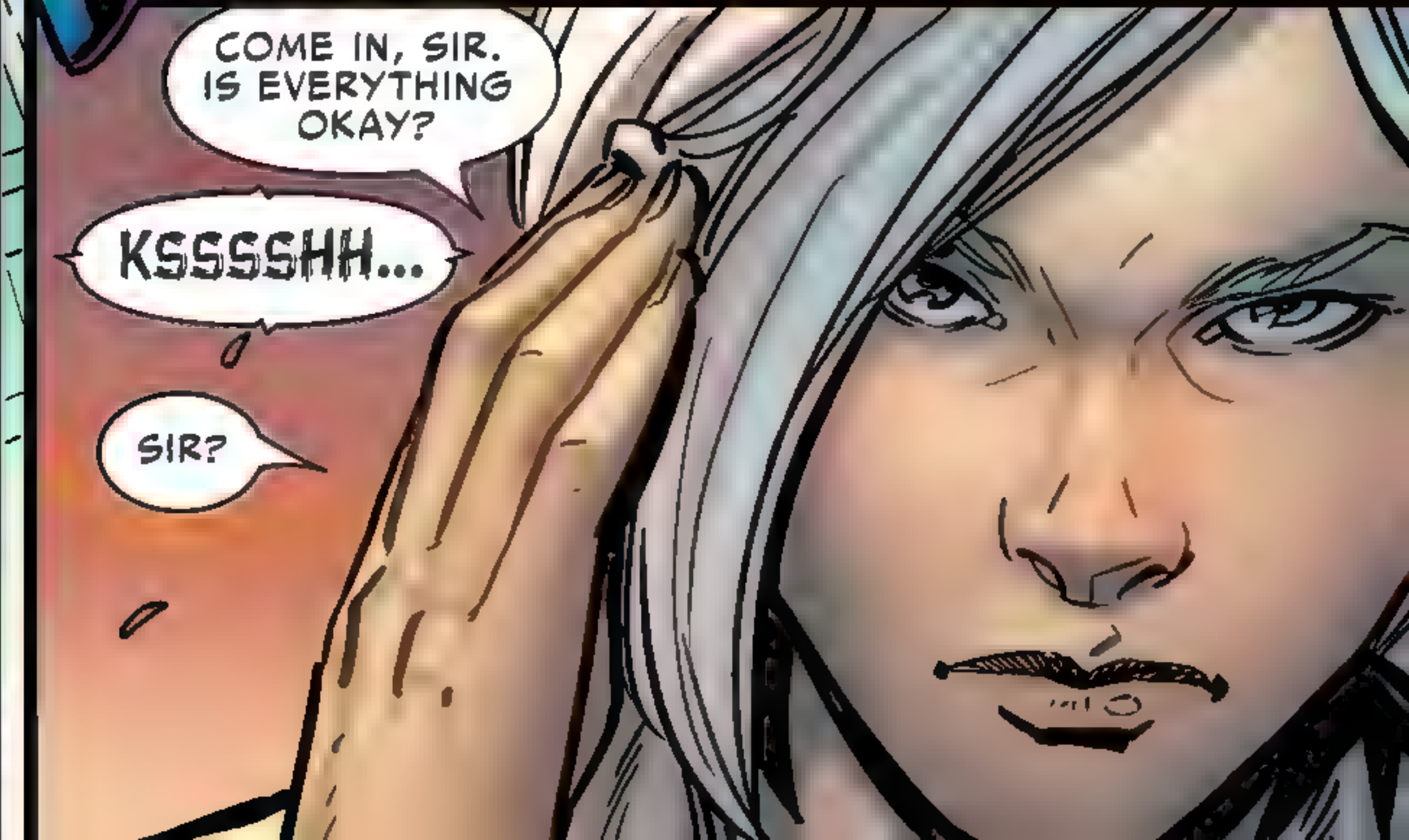
~SIGH~

FOUND THAT REDHEAD REPORTER SNOOPING AROUND YOUR...PRIVATE OFFICE. SHE'S ESCAPED WITH SPIDER-MAN.



KSSSSHH...

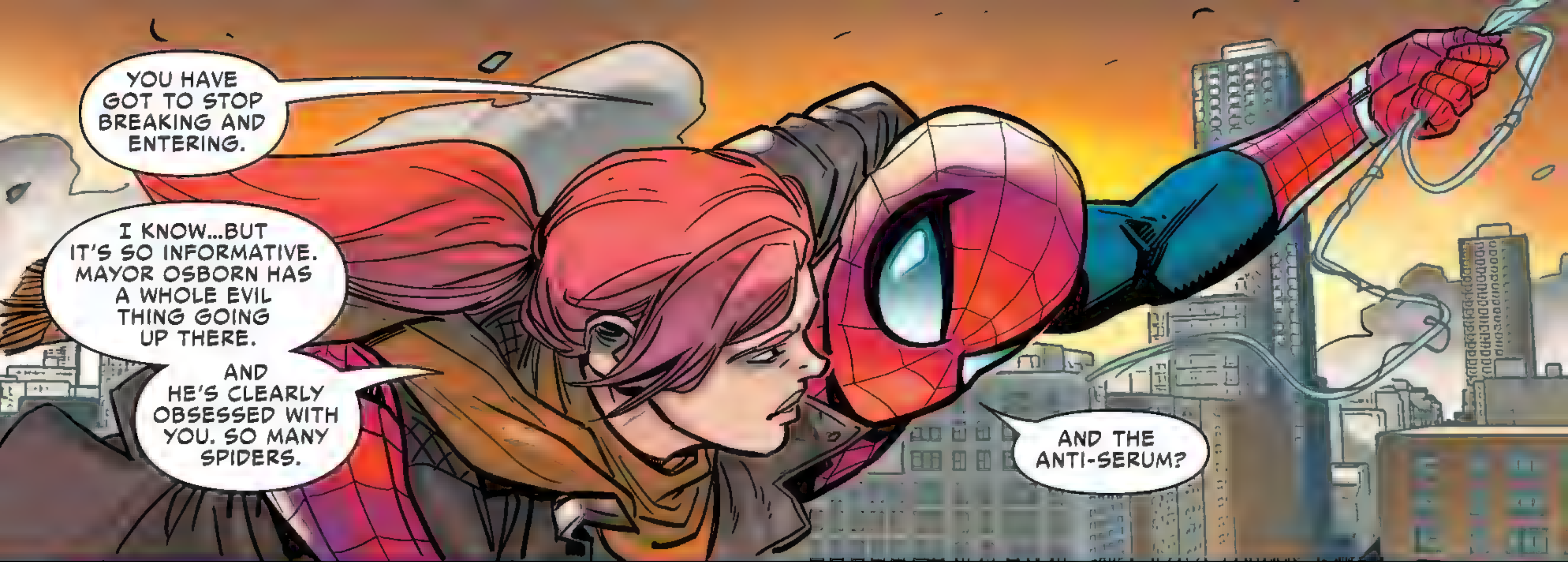
MR. MAYOR?



COME IN, SIR. IS EVERYTHING OKAY?

KSSSSHH...

SIR?

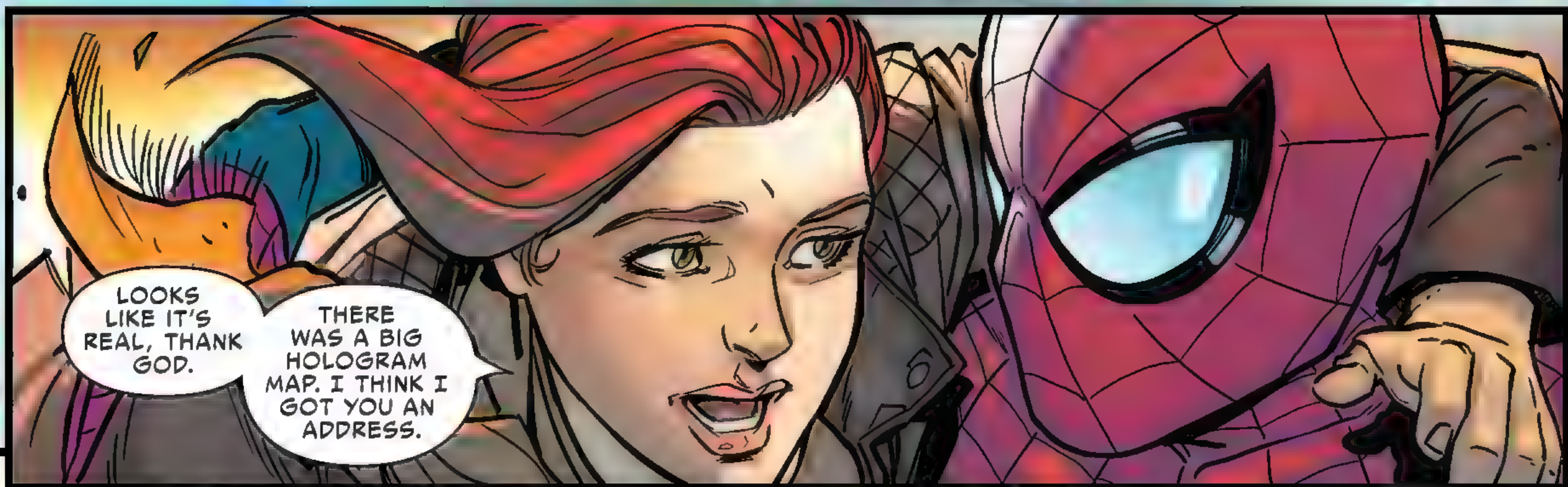


YOU HAVE GOT TO STOP BREAKING AND ENTERING.

I KNOW...BUT IT'S SO INFORMATIVE. MAYOR OSBORN HAS A WHOLE EVIL THING GOING UP THERE.

AND HE'S CLEARLY OBSESSED WITH YOU. SO MANY SPIDERS.

AND THE ANTI-SERUM?



LOOKS LIKE IT'S REAL, THANK GOD.

THERE WAS A BIG HOLOGRAM MAP. I THINK I GOT YOU AN ADDRESS.



WHAT?

WHY ARE YOU STARING AT ME?

THIS IS NICE. I NEEDED NICE.

WE'VE BEEN SO BUSY WITH ALL THE CHAOS, I MISSED US.



ME TOO... PARTNER.

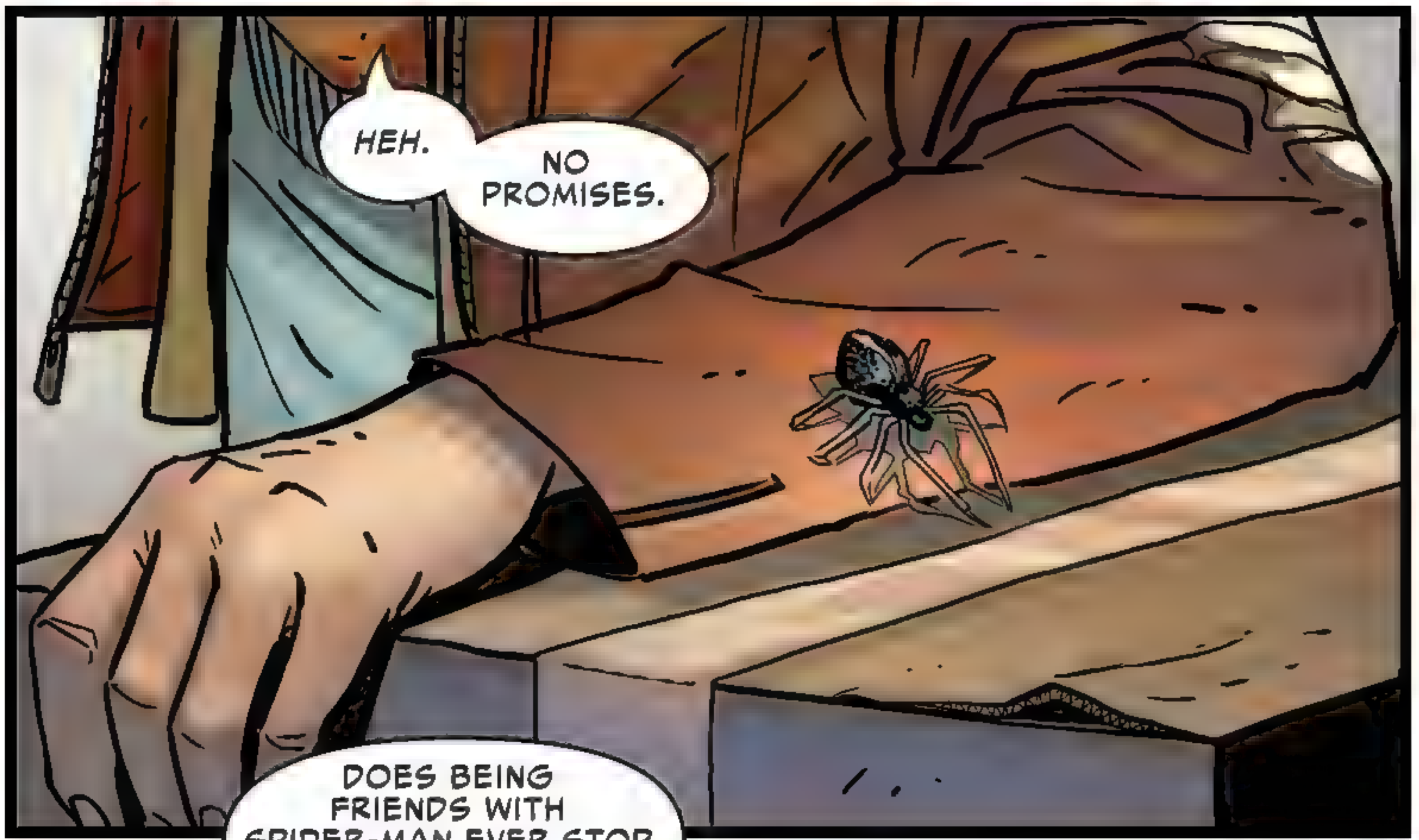


I'LL DROP YOU AT F.E.A.S.T. AND GO GET THAT ANTI-SERUM. DOC OCK AND HIS SINISTER SIX WILL BE HUNTING IT, TOO, SO FINGERS CROSSED I CAN GET THERE FIRST.

OKAY, BUT BE CAREFUL.

ALWAYS AM.

THAT'S NOT EVEN A LITTLE BIT TRUE.



Oscorp's Anti-Serum lab. Later.

I KNOW
THIS IS
PERSONAL FOR
YOU, MARTIN,
BUT PEOPLE
ARE SICK.

YOU KNOW
NOTHING!

JUST
GIVE ME THE
ANTI-SERUM. NO
VENDETTA IS WORTH
KILLING HALF OF
NEW YORK.

TALK
TO OSBORN
ABOUT
THAT!

HE
CREATED
THIS!

HE'S
RESPONSIBLE!
FOR ALL
OF IT!

WE'RE
FIGHTING
BACK!

MAYBE SO,
BUT IF YOU WIN
THAT FIGHT--



--THE
WHOLE CITY
LOSES.

0



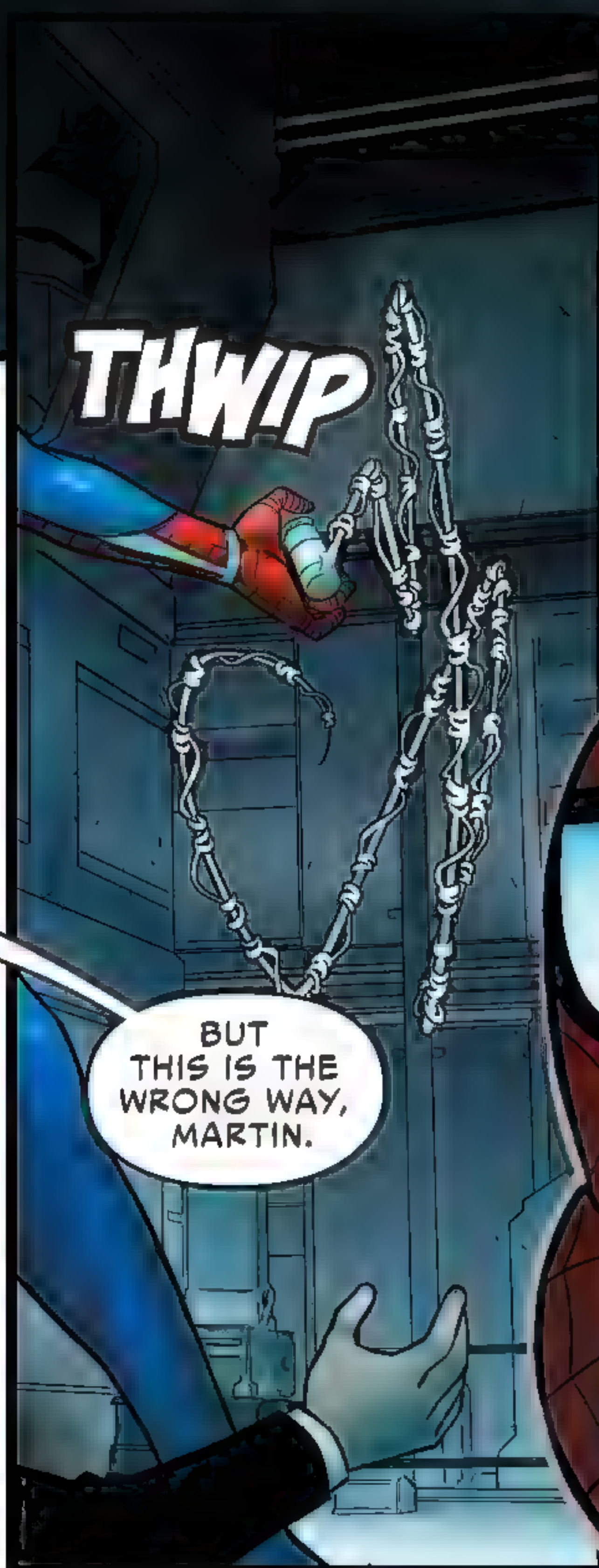
YES!
YES, SPIDER-
MAN!

GET
HIM!

GET HIM
WHILE HE'S
DOWN!

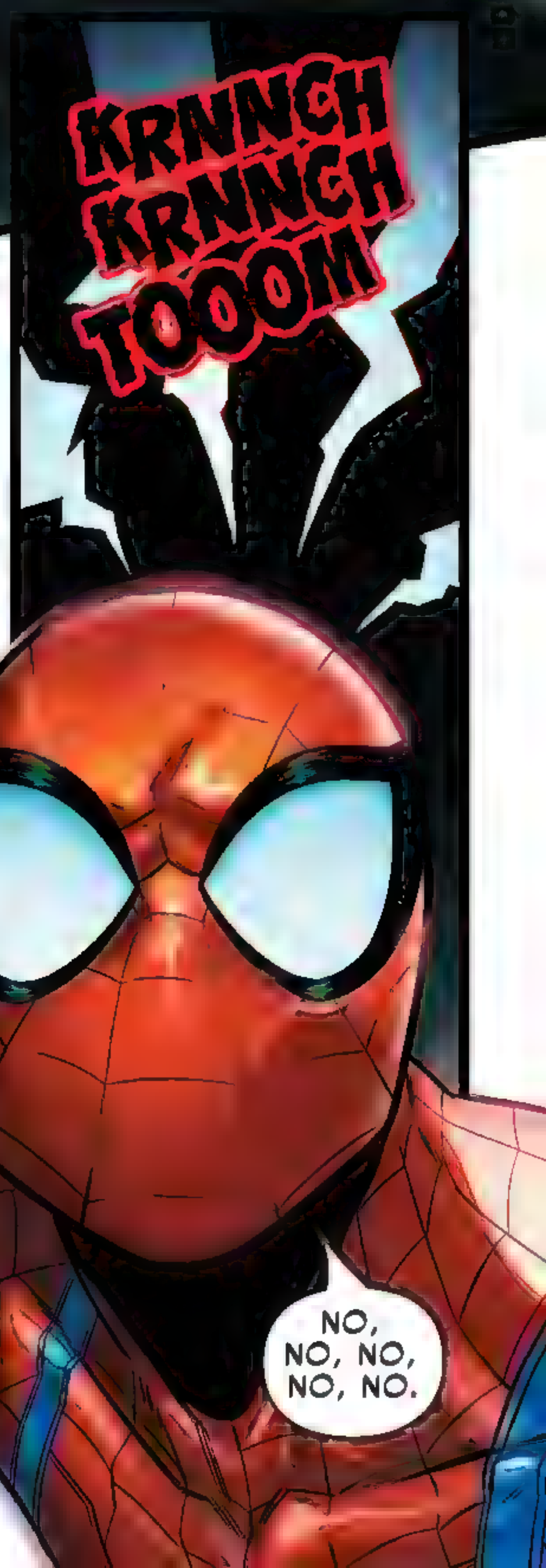
OSBORN...
NEEDS TO
PAY.

I
KNOW HE
DOES.



THWIP

BUT
THIS IS THE
WRONG WAY,
MARTIN.



KRNNCH
KRNNCH
TOOOM

NO,
NO, NO,
NO, NO.

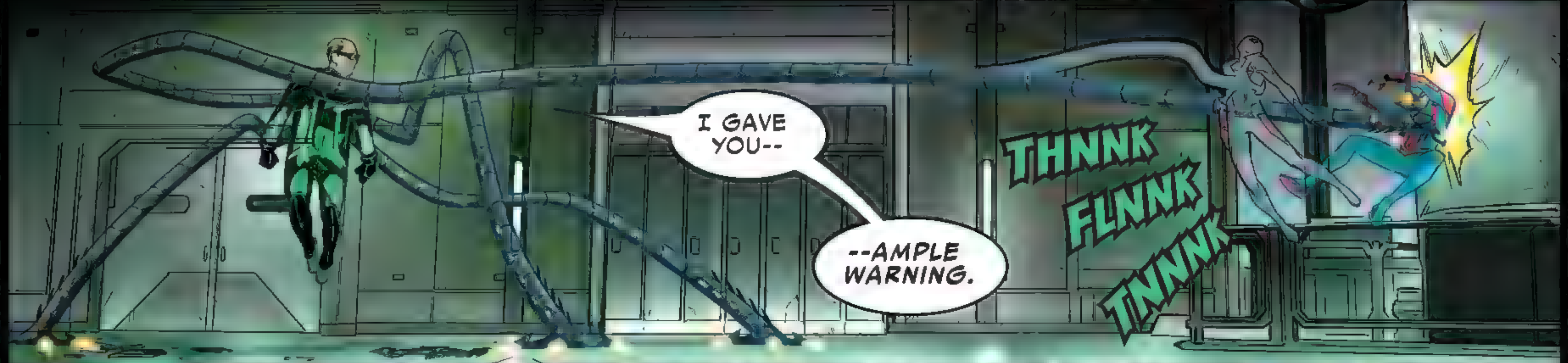


WHY--
--IS
EVERYONE
BUT ME--
--SO
UTTERLY--



--USELESS?!

OTTO,
NO!



I GAVE
YOU--

--AMPLE
WARNING.

THNNK
FLNNK
TNNNK



KNNNKK

THE KID
GLOVES ARE
OFF.



NO DO-
OVERS.

NO TAKE-
BACKS.

NO
CONVENIENT
ANTI-SERUM TO
SAVE THE
DAY.



OTTO?

YESSS,
NORMAN.

YOUR OLD
FRIEND OTTO
FINALLY GREW A
BACKBONE. WHO'S
IN TROUBLE
NOW?



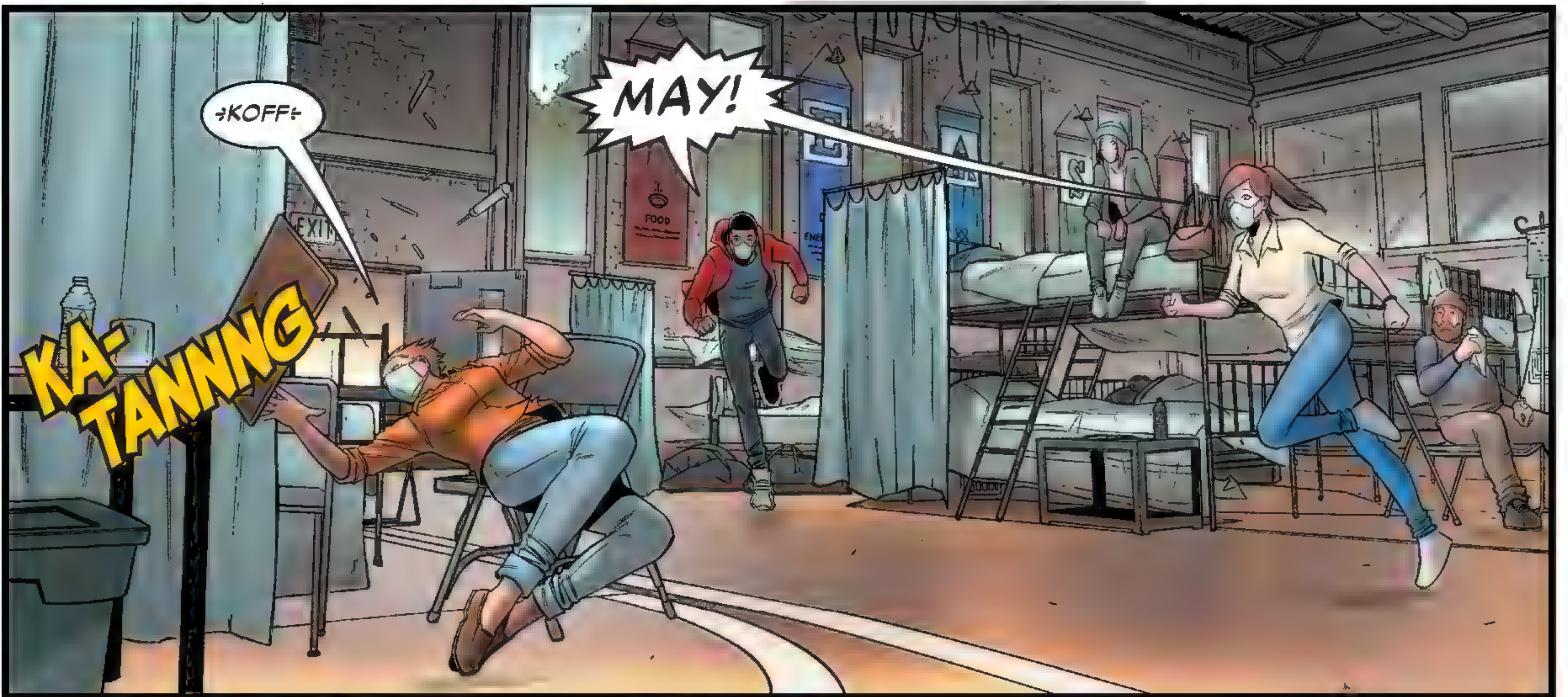
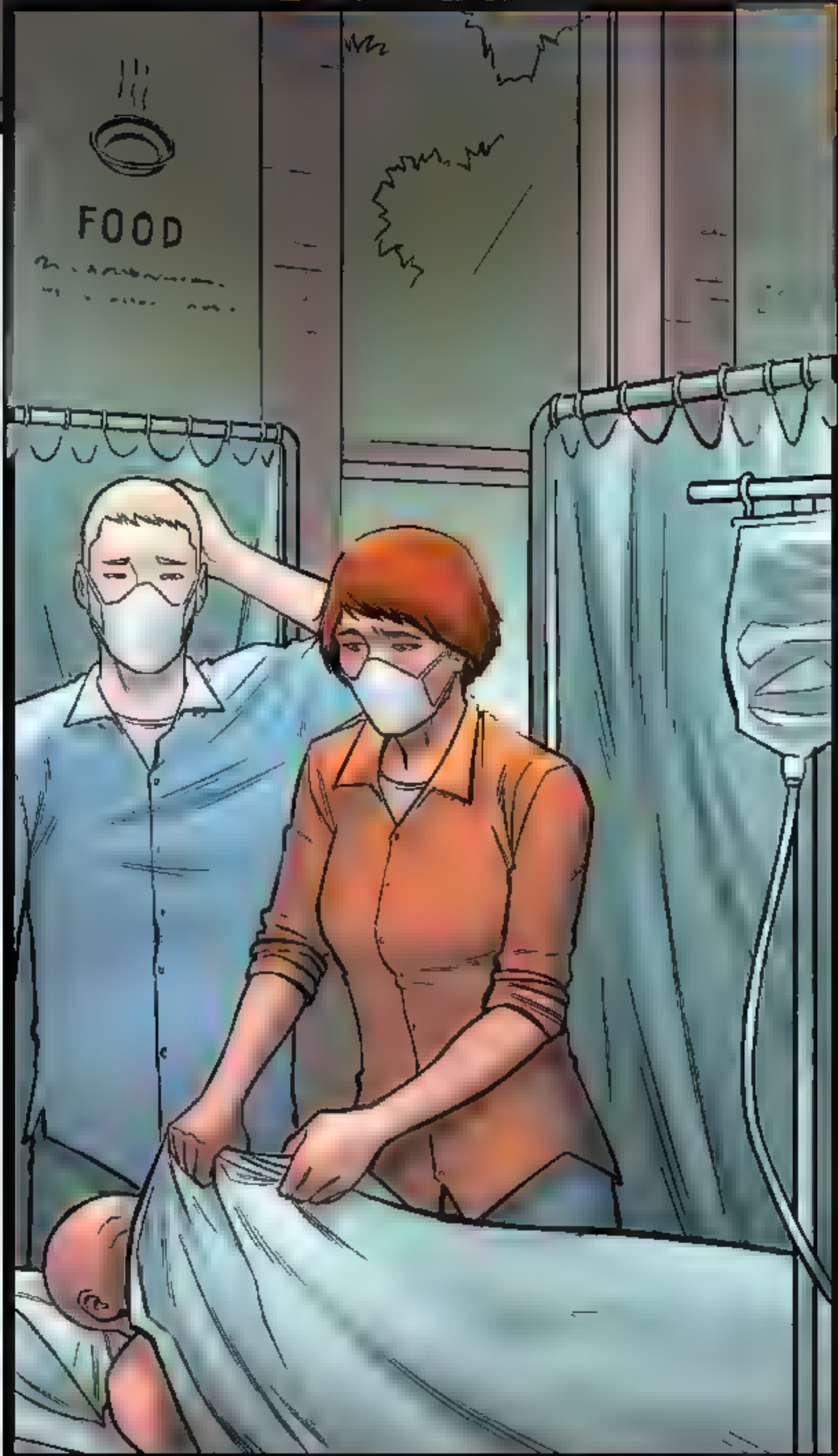
NO...

THAT
LOOK
ON YOUR
FACE--

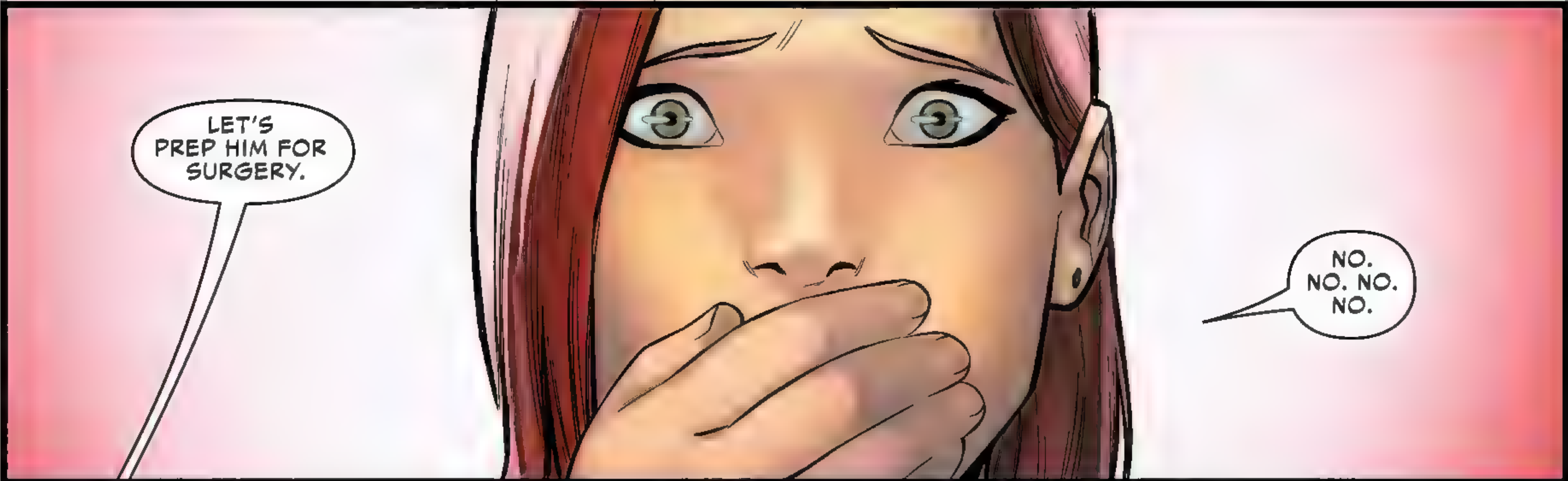
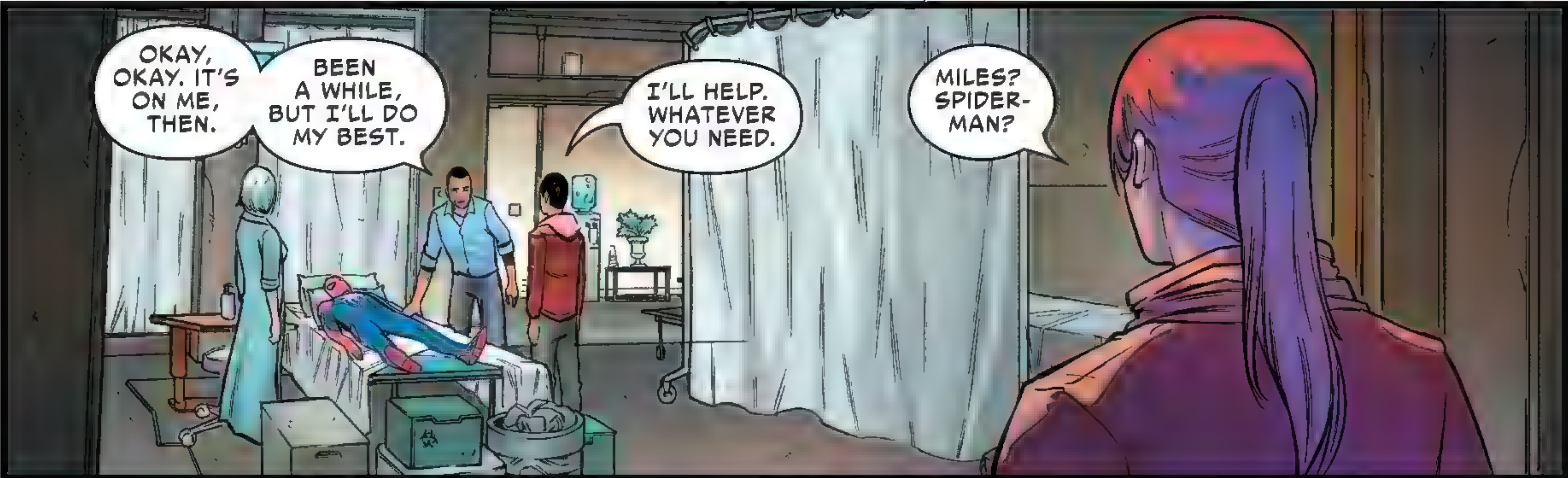
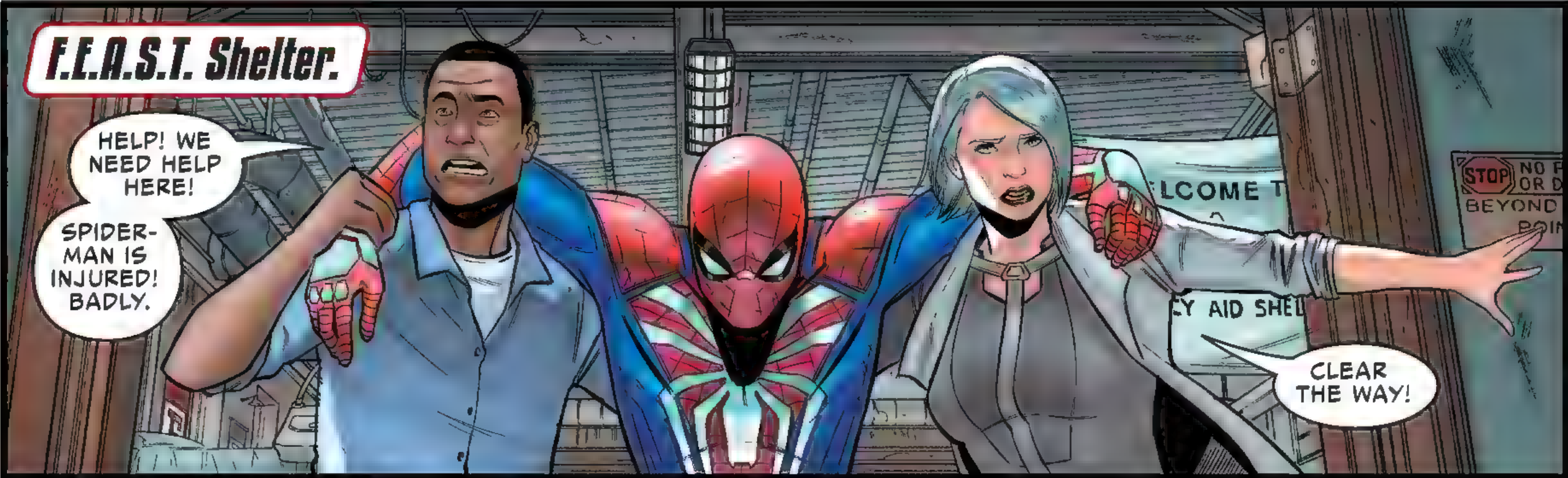
--YOU CAN'T
IMAGINE HOW
SATISFYING
IT IS.

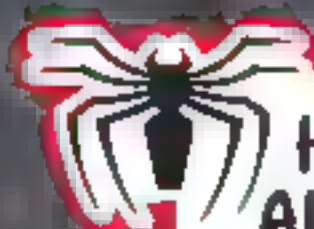


NOBODY
LEFT TO
SAVE YOU OR
YOUR CITY,
NORMAN--









HELPING PEOPLE HAS
ALWAYS COME PRETTY
EASILY TO ME.

SPEND SOME
TIME IN THE ORBIT
OF MY AUNT MAY AND
YOU'LL UNDERSTAND
WHY.



GETTING HELP
THOUGH...LEANING
ON OTHER PEOPLE
WHEN I'M IN OVER
MY HEAD...

...THAT'S
NEVER BEEN MY
STRONG SUIT.

AND RIGHT
HERE...RIGHT NOW...
RIGHT WHEN THIS CITY
NEEDS ME MOST.



IT'S
SPIDER-MAN
THAT NEEDS
SAVING.

IT'S SPIDER-MAN
THAT NEEDS...

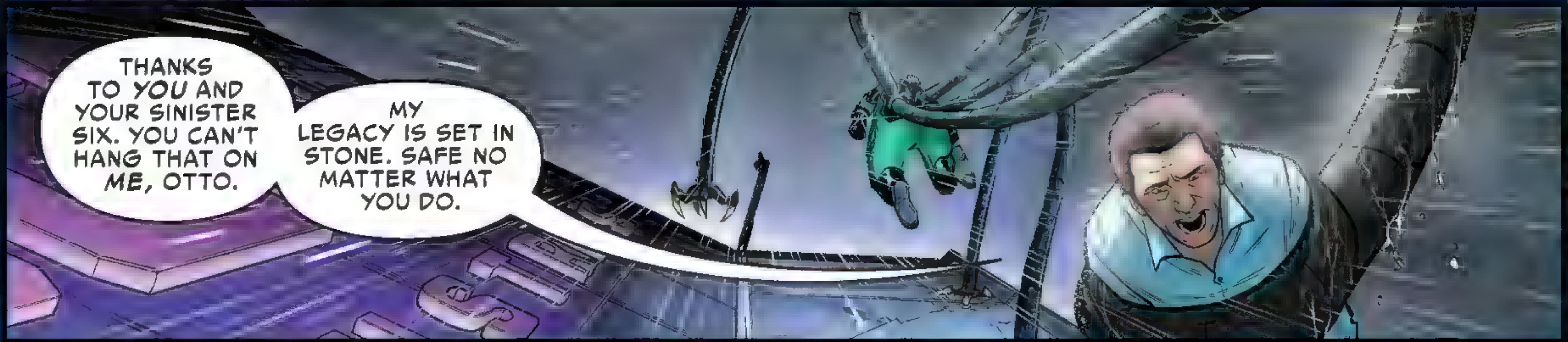
...HELP...



OSCORP Industries.

TAKE A
LONG, HARD
LOOK AT
YOUR CITY,
NORMAN.

BROKEN
AND DISEASED.
A DARK SHADOW
OF WHAT IT
ONCE WAS.



THANKS
TO YOU AND
YOUR SINISTER
SIX. YOU CAN'T
HANG THAT ON
ME, OTTO.

MY
LEGACY IS SET IN
STONE. SAFE NO
MATTER WHAT
YOU DO.



YOUR LEGACY.
YOUR BUSINESS.
YOUR REIGN.

EVERYTHING
YOU HAVE IS BUILT
ON LIES!

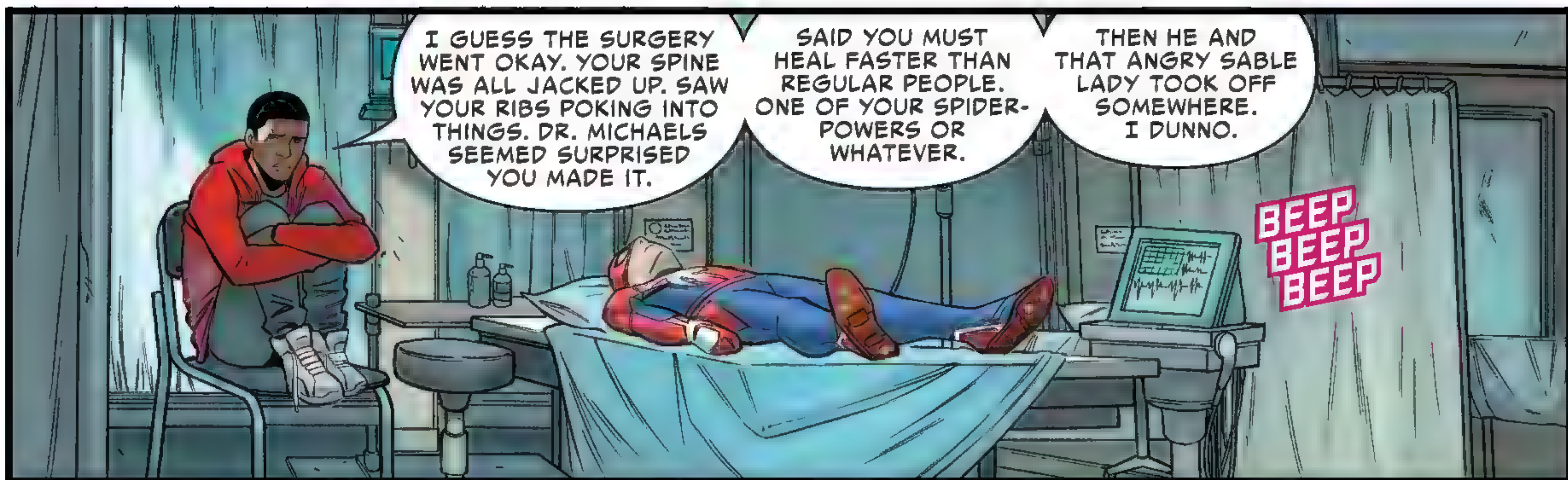
LIES!

KA-CHUNK



YOU STOLE
MY COMPANY.
MY IDEAS.

NOW THE
WORLD WILL
KNOW THE REAL
NORMAN
OSBORN.

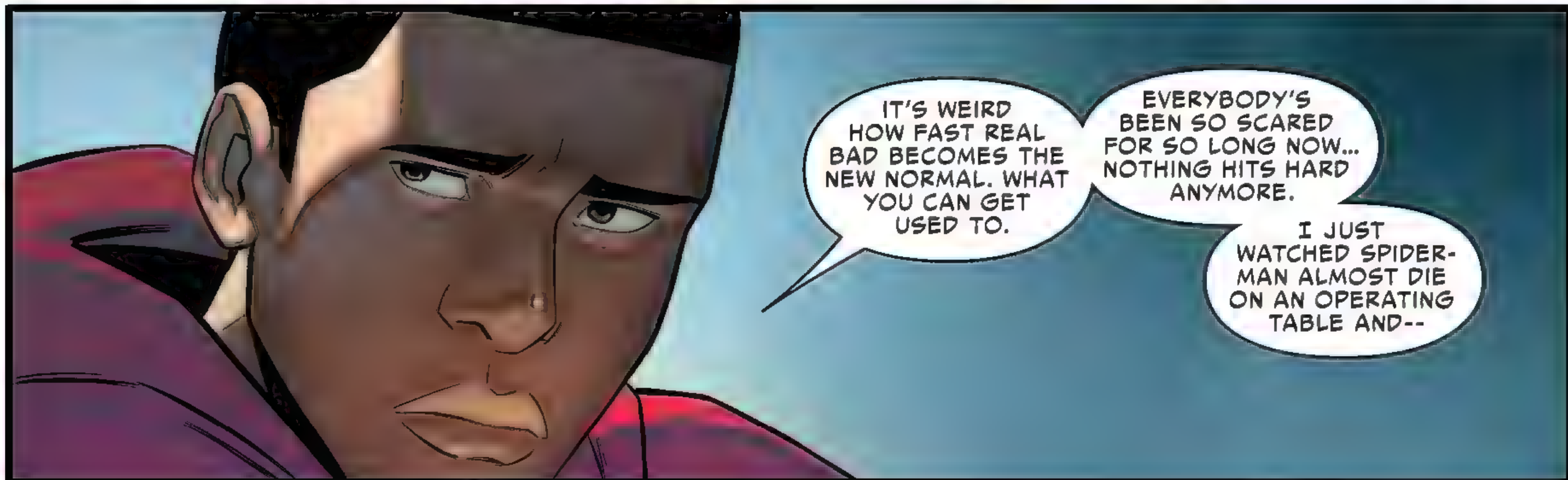


I GUESS THE SURGERY WENT OKAY. YOUR SPINE WAS ALL JACKED UP. SAW YOUR RIBS POKING INTO THINGS. DR. MICHAELS SEEMED SURPRISED YOU MADE IT.

SAID YOU MUST HEAL FASTER THAN REGULAR PEOPLE. ONE OF YOUR SPIDER-POWERS OR WHATEVER.

THEN HE AND THAT ANGRY SABLE LADY TOOK OFF SOMEWHERE. I DUNNO.

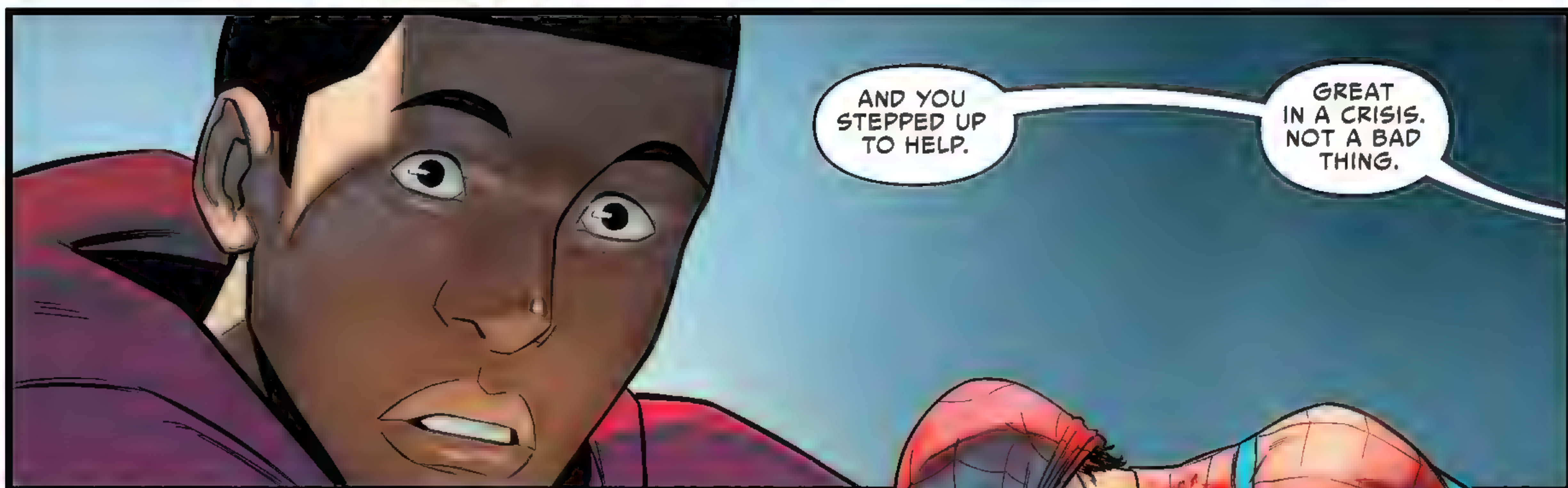
BEEP
BEEP
BEEP



IT'S WEIRD HOW FAST REAL BAD BECOMES THE NEW NORMAL. WHAT YOU CAN GET USED TO.

EVERYBODY'S BEEN SO SCARED FOR SO LONG NOW... NOTHING HITS HARD ANYMORE.

I JUST WATCHED SPIDER-MAN ALMOST DIE ON AN OPERATING TABLE AND--



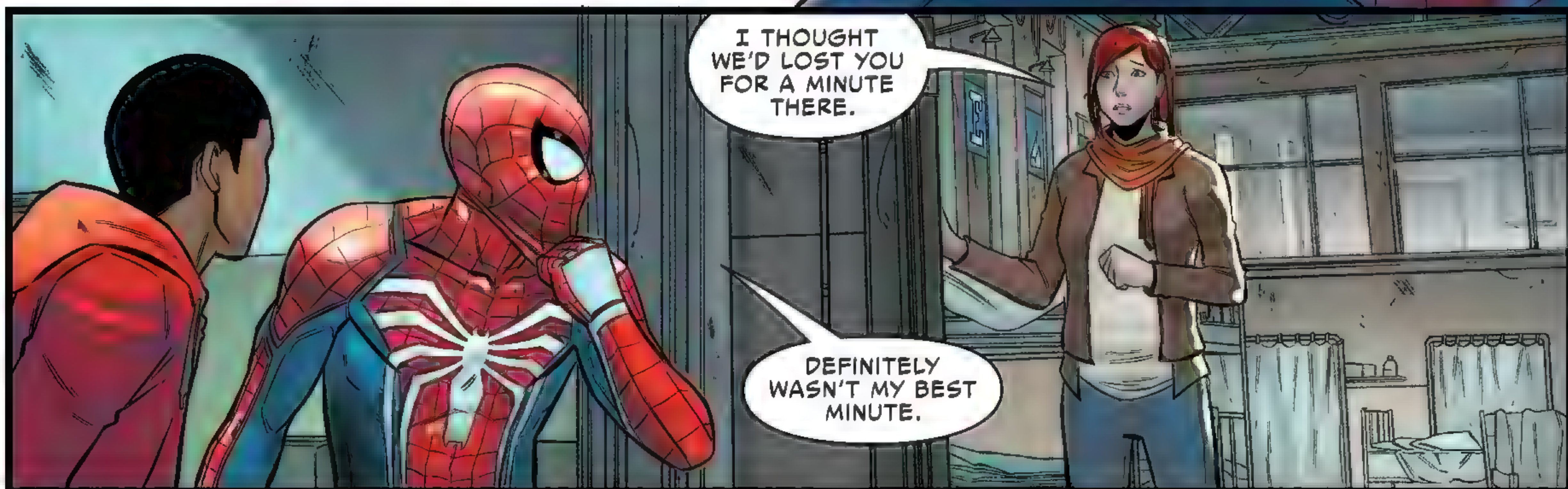
AND YOU STEPPED UP TO HELP.

GREAT IN A CRISIS. NOT A BAD THING.



YOU'RE AWAKE!

NNNNG...IN A MANNER OF SPEAKING.



I THOUGHT WE'D LOST YOU FOR A MINUTE THERE.

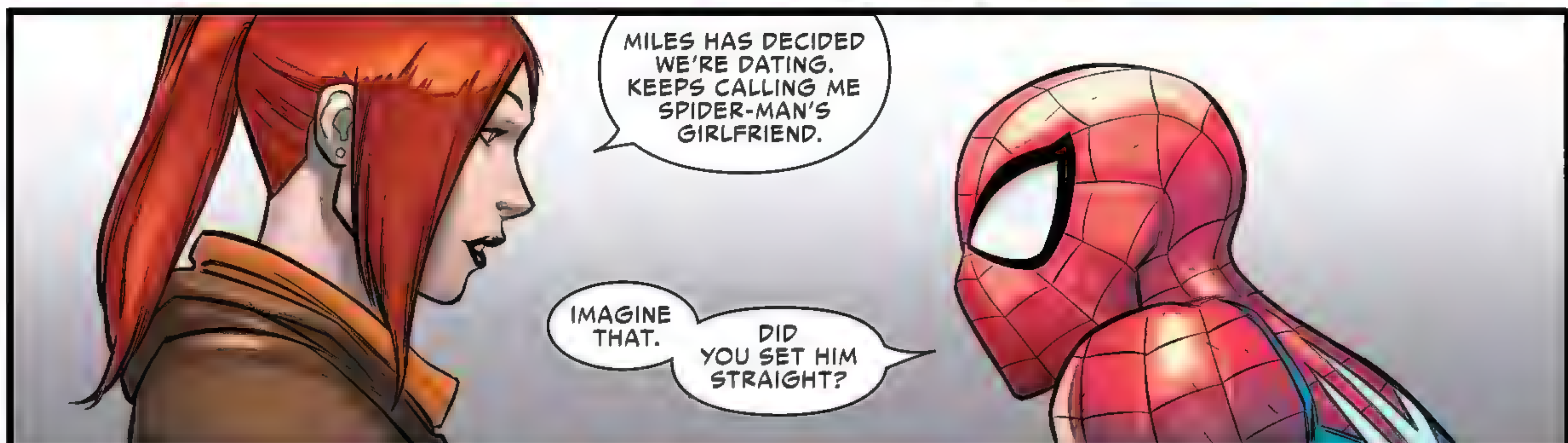
DEFINITELY WASN'T MY BEST MINUTE.



I'LL LET
YOU TWO
TALK.

THANKS
FOR KEEPING
AN EYE ON
ME, KID.

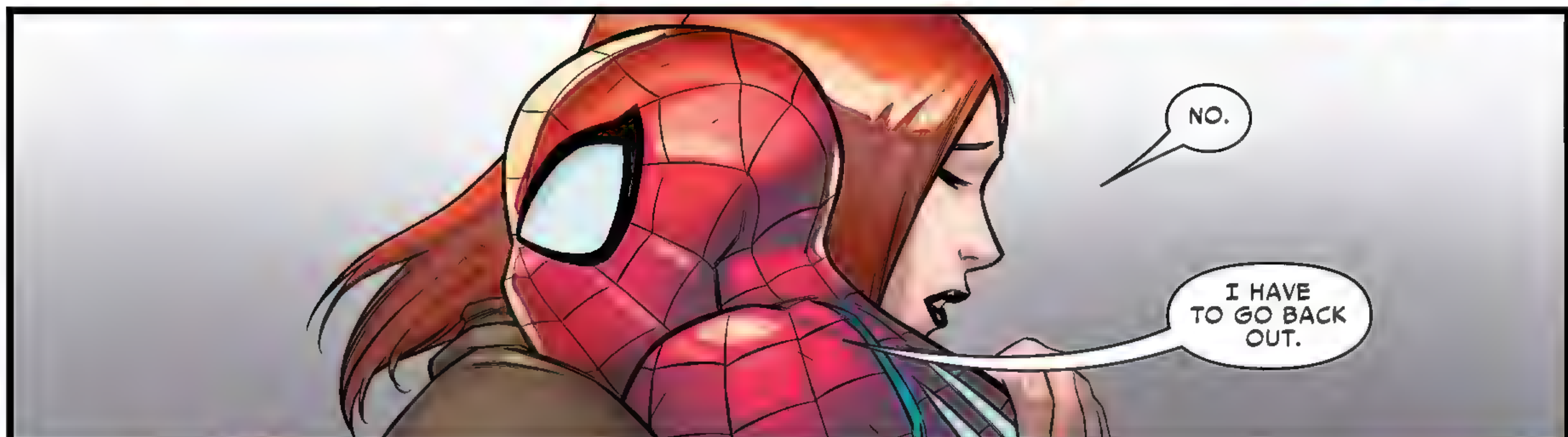
I ALWAYS
SLEEP EASIER
KNOWING MILES
MORALES HAS
MY BACK.



MILES HAS DECIDED
WE'RE DATING.
KEEPS CALLING ME
SPIDER-MAN'S
GIRLFRIEND.

IMAGINE
THAT.

DID
YOU SET HIM
STRAIGHT?



NO.

I HAVE
TO GO BACK
OUT.



NOW.

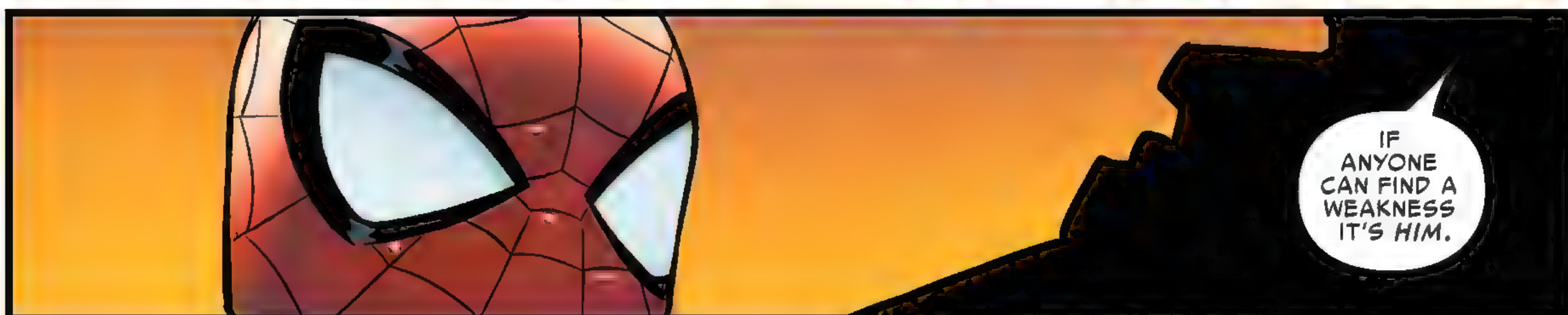
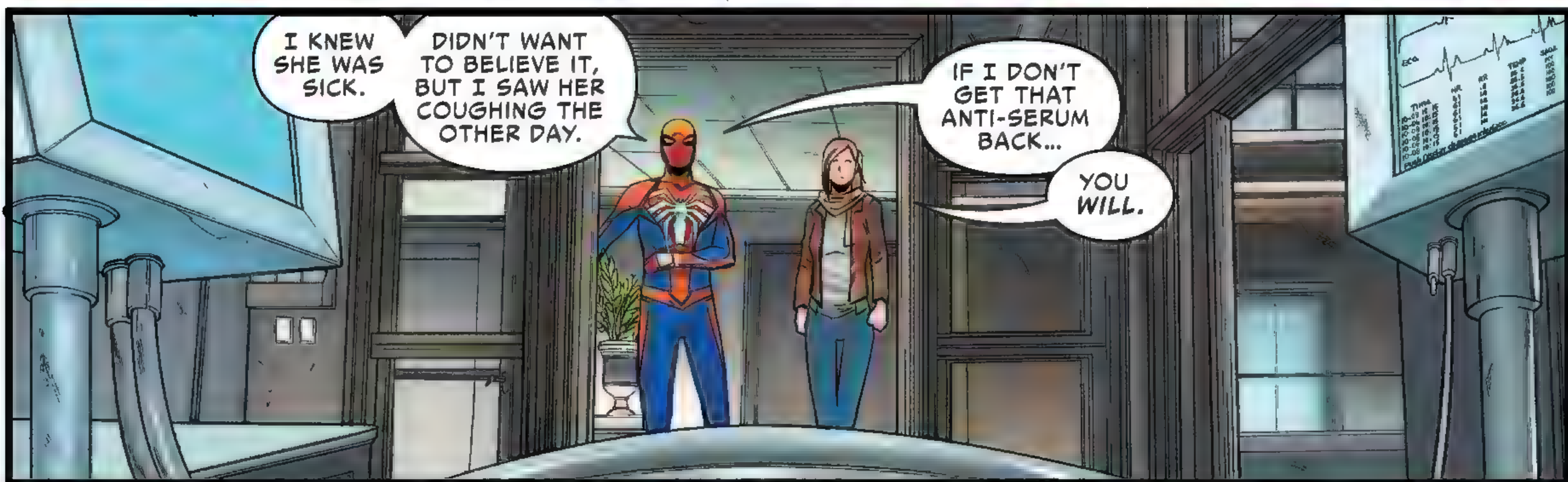
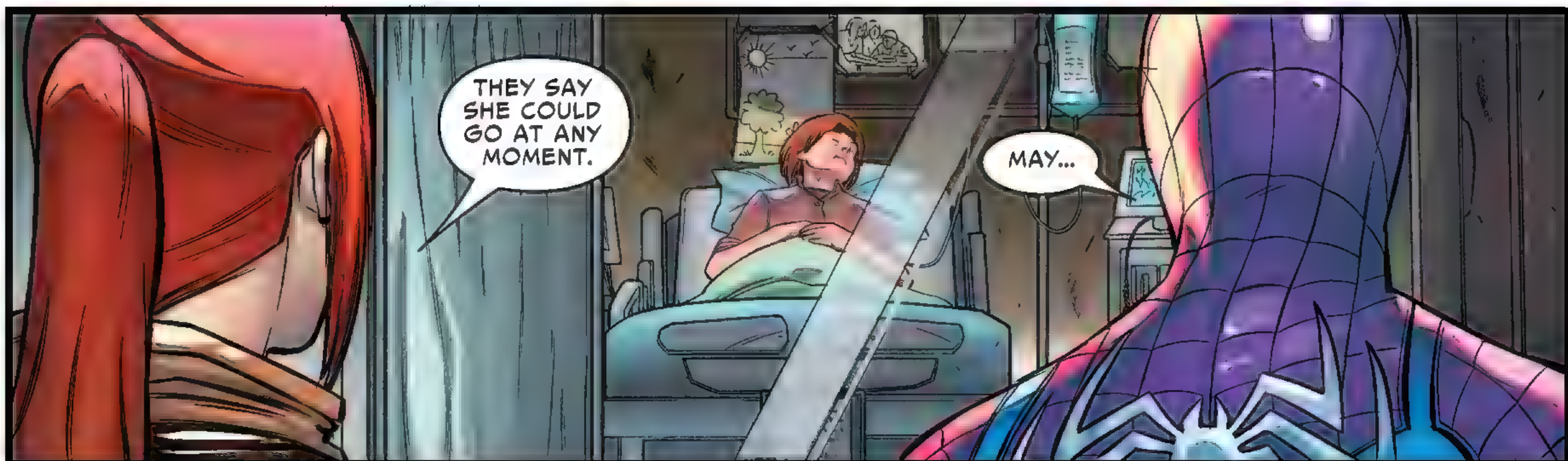
PETER...

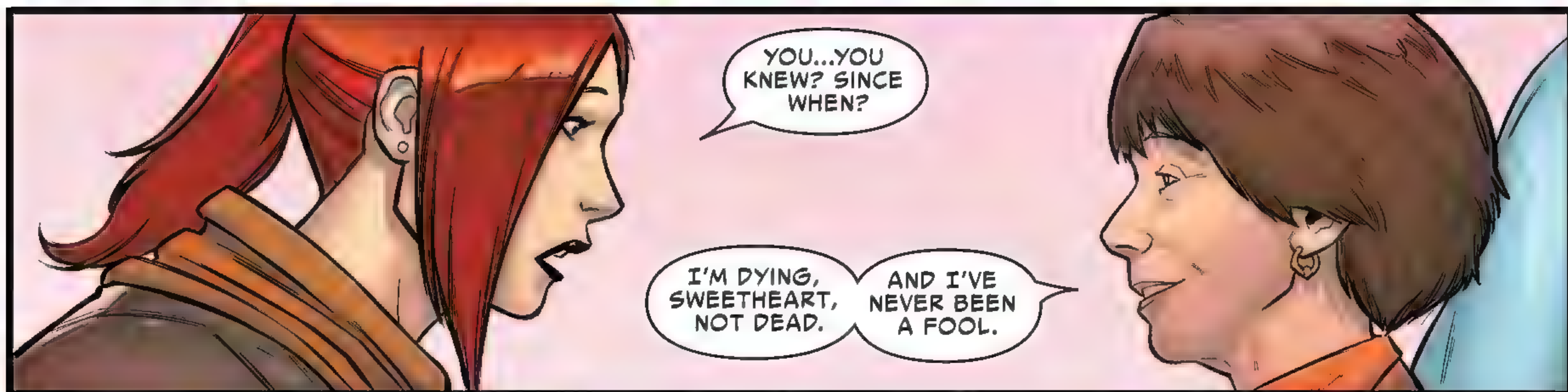
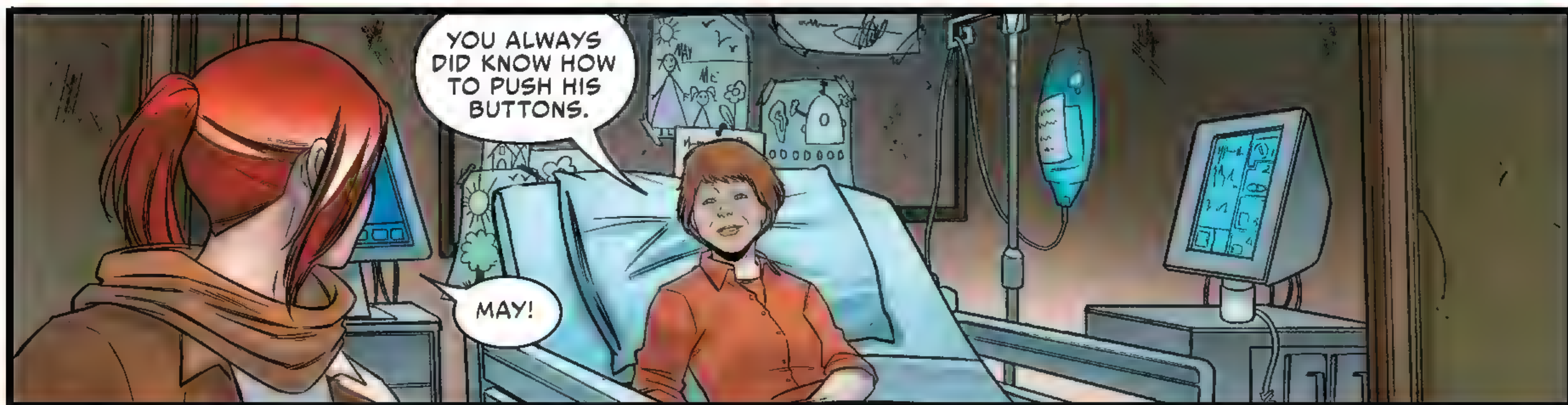
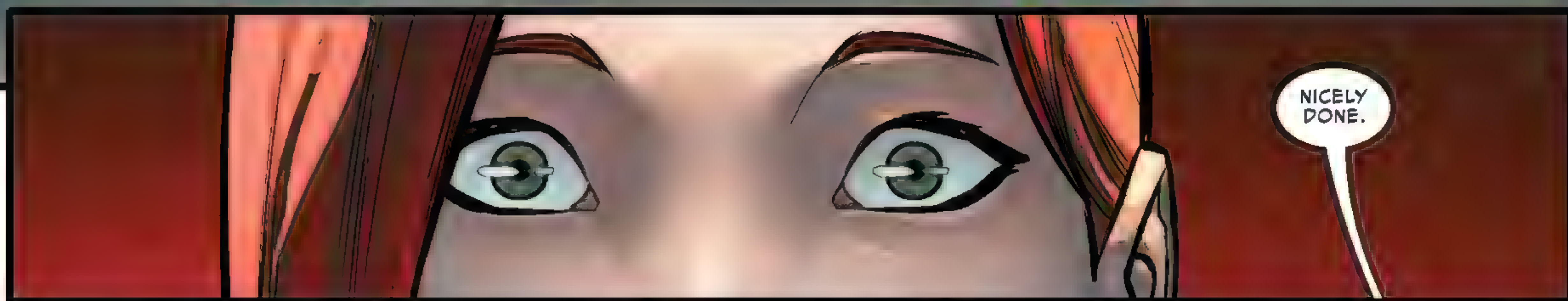
I KNOW
I'M HURT, MJ.
RIPPED OPEN AND
SEWN BACK TOGETHER.
MY CHEST FEELS LIKE
BROKEN GLASS...BUT
THERE'S JUST
NO TIME.

I HAVE
TO FIND OTTO.
HE HAS THE
DEVIL'S BREATH
ANTI-SERUM.

I WON'T
ARGUE. I
GET IT.

BUT
THERE'S
SOMETHING
I HAVE TO
TELL YOU
FIRST.



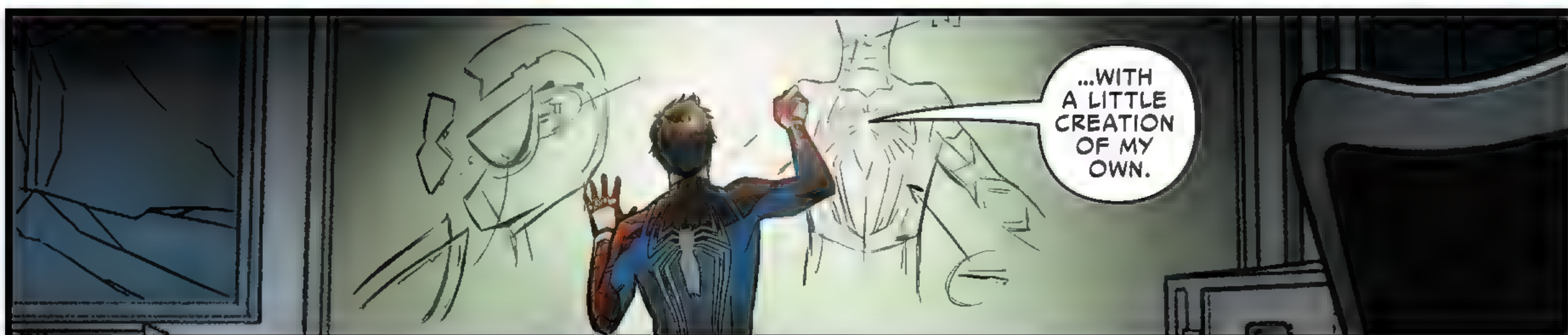
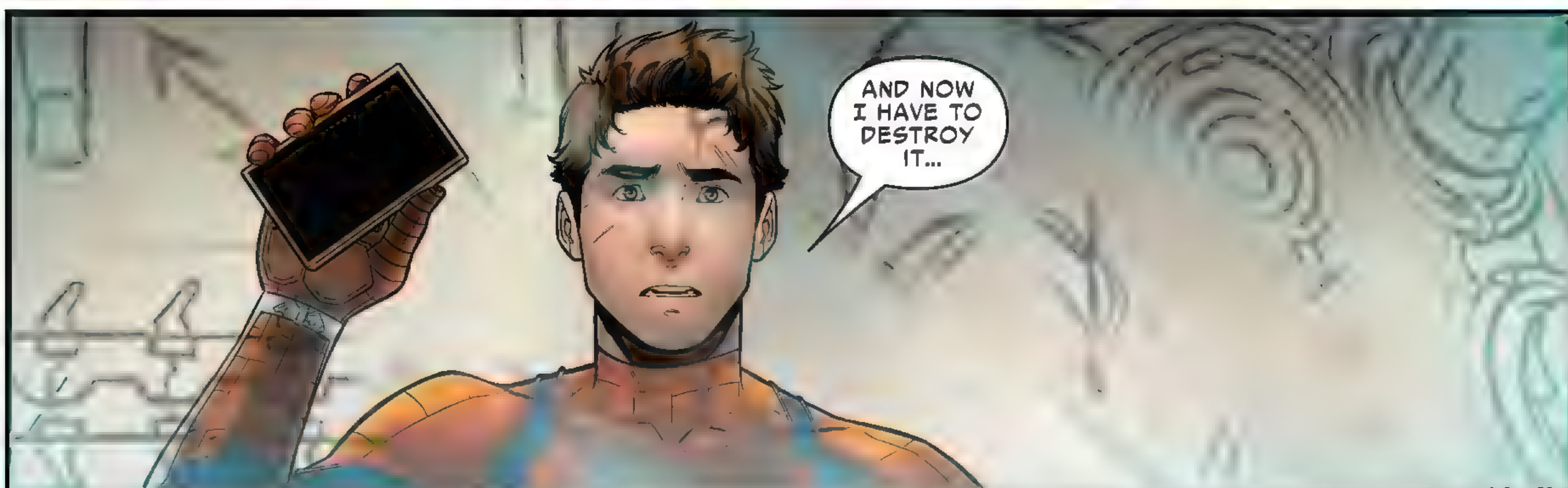
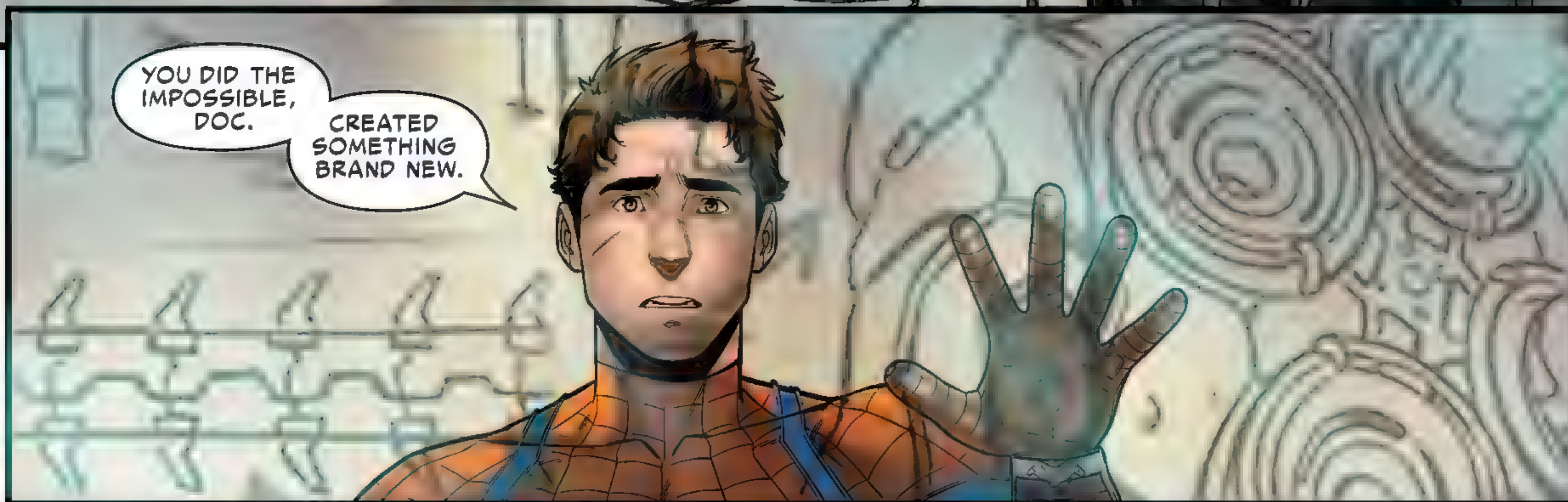


Octavius Labs.

JUST
LOOK AT
THAT.

STILL
SO AMAZING,
EVERY TIME
I SEE IT.

A
BRILLIANT
DESIGN.

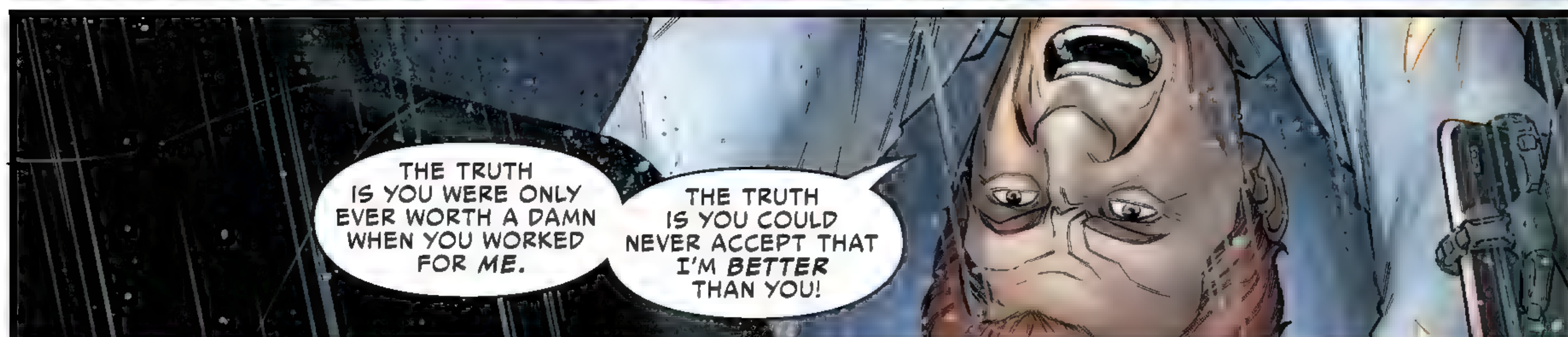




TELL THEM
THE TRUTH,
NORMAN!

FOR
ONCE IN YOUR
MISERABLE
LIFE!

THE TRUTH...
YOU WANT THE
TRUTH, OTTO?
OKAY.



THE TRUTH
IS YOU WERE ONLY
EVER WORTH A DAMN
WHEN YOU WORKED
FOR ME.

THE TRUTH
IS YOU COULD
NEVER ACCEPT THAT
I'M **BETTER**
THAN YOU!



YOU'RE
A FAILURE,
OTTO!

AND
YOU ALWAYS
WILL BE!



FAILURE?
FAILURE?!

I'LL
SHOW YOU
FAILURE!

No!!!



SPIDER-MAN?

SPIDER-MAN!

YES!



GO GET HIM!

HA!

MAKE HIM PAY!

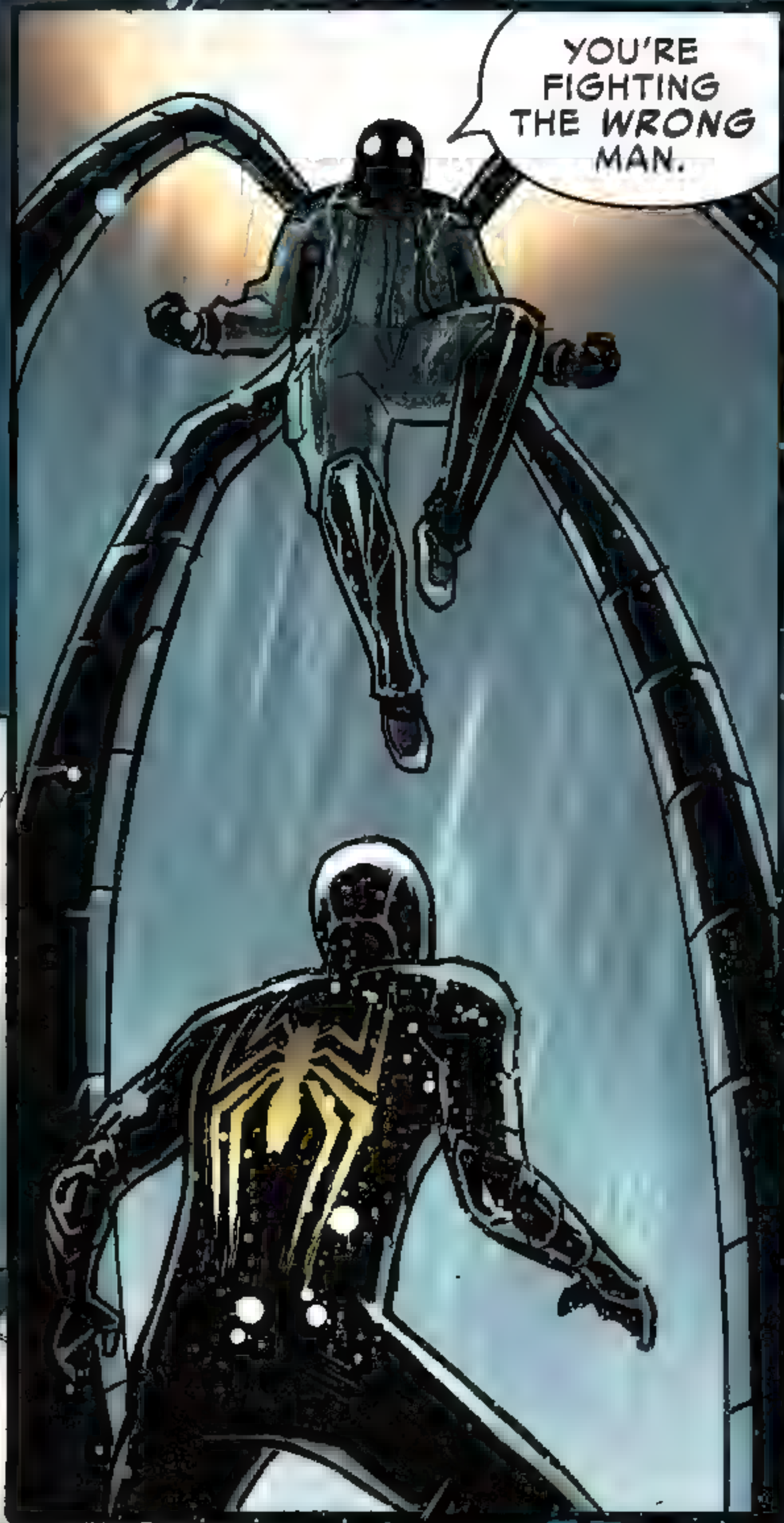
YOU'VE WORKED YOUR WHOLE LIFE TO HELP PEOPLE, OTTO.

DON'T DO THIS.



GIVE ME THE ANTI-SERUM.

PLEASE.





STOP IT!
WE DON'T
HAVE TIME FOR
THIS!

OSBORN
MUST PAY FOR HIS
CRIMES!

HE
WILL PAY!
OF COURSE
HE'LL PAY.

BUT
FIRST--

NO!

THIS TIME
I HAVE THE
LEVERAGE!

DOCTOR
OTTO OCTAVIUS
IS CALLING THE
SHOTS!

KREEEAAK

SUCH A
DISAPPOINTMENT...
PARKER.

YOU...
KNEW?

I TRIED
TO WARN YOU,
PETER.

BUT YOU
WOULDN'T
LISTEN!



I WON'T LET YOU WIN!
IT MEANS TOO MUCH TO ME!



NOT AS MUCH AS IT MEANS--

--TO ME!



WHO'S THE VILLAIN NOW, PARKER?!



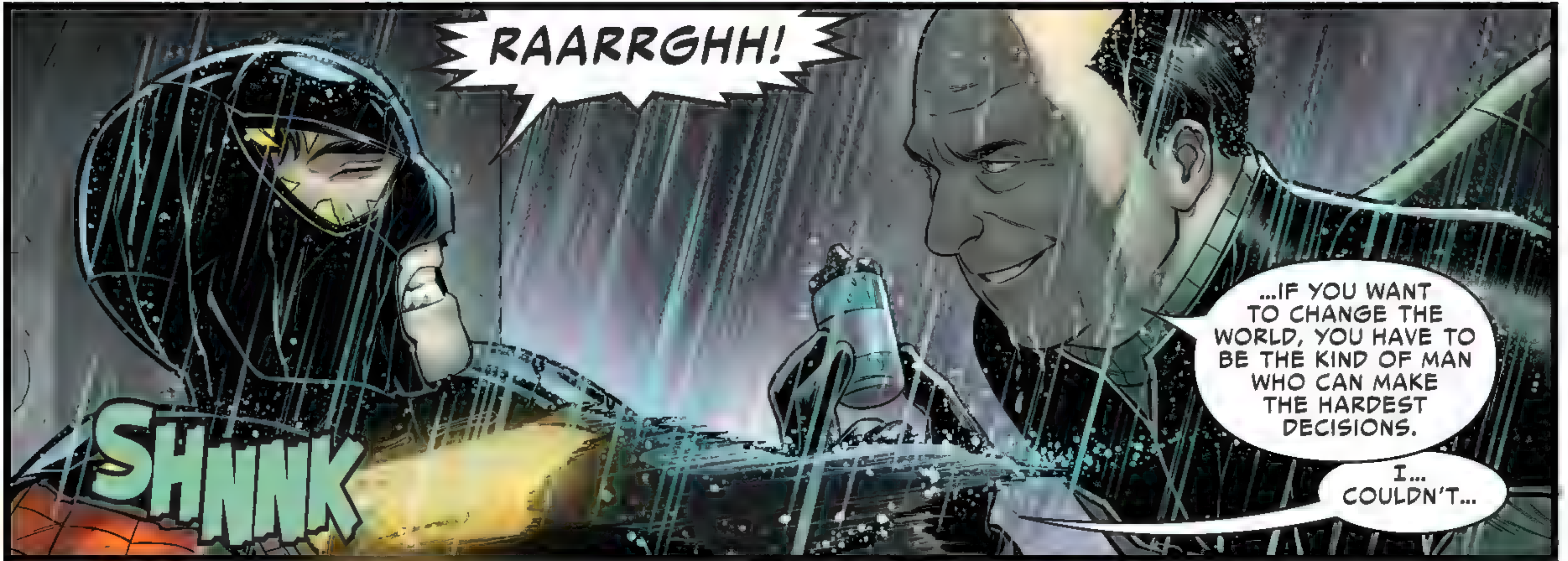
YOU'RE TRYING TO KILL US BOTH!



I'M TRYING TO SAVE LIVES, OTTO!

HELPING PEOPLE, REMEMBER? YOU USED TO CARE ABOUT THAT!

OH, PARKER...



RAARRGHH!

...IF YOU WANT TO CHANGE THE WORLD, YOU HAVE TO BE THE KIND OF MAN WHO CAN MAKE THE HARDEST DECISIONS.

I... COULDN'T...



...AGREE--

KRNNK

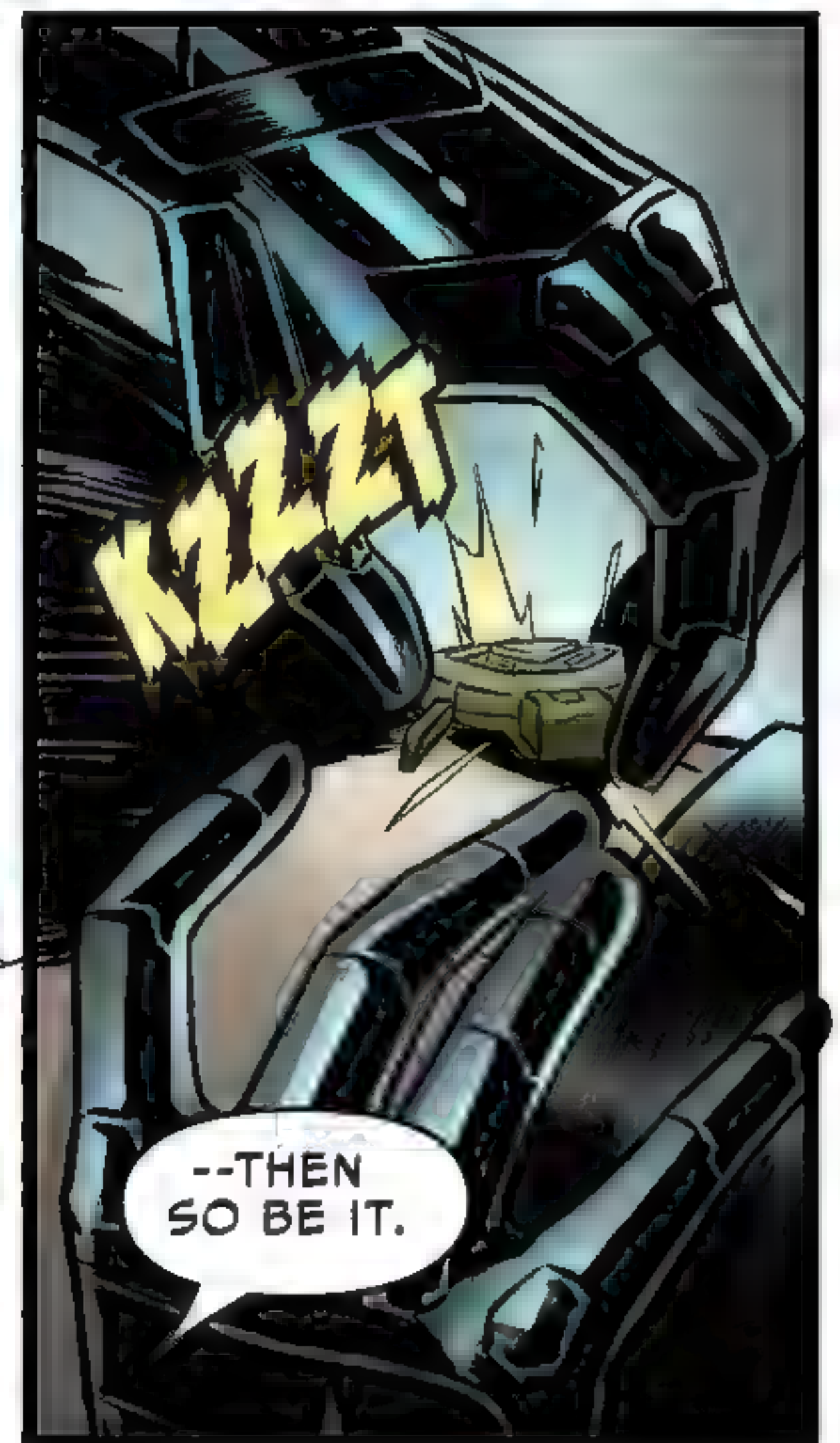
--MORE!



IF I HAVE TO TAKE AWAY YOUR PRECIOUS ARMS TO SAVE THIS CITY--

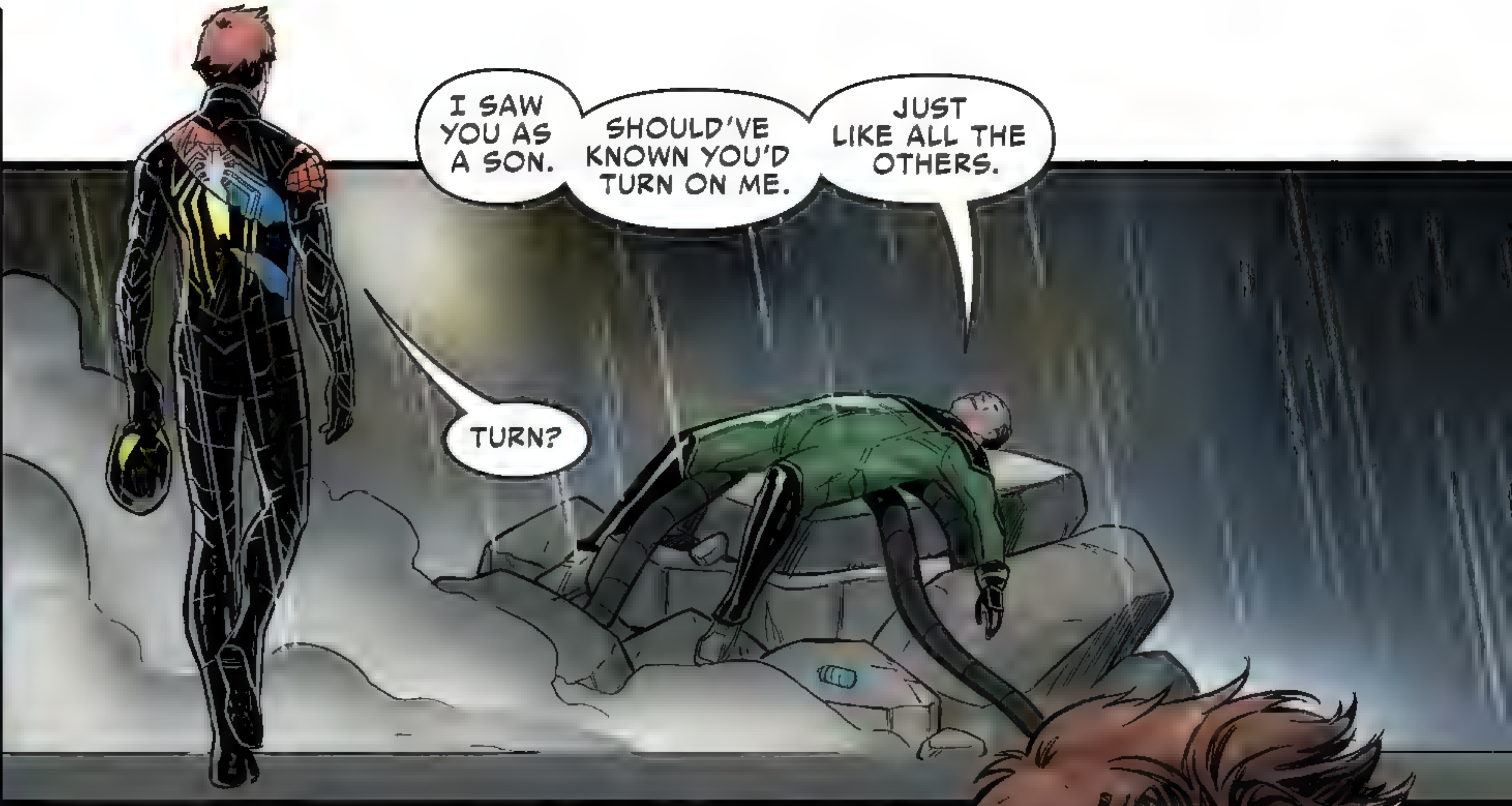
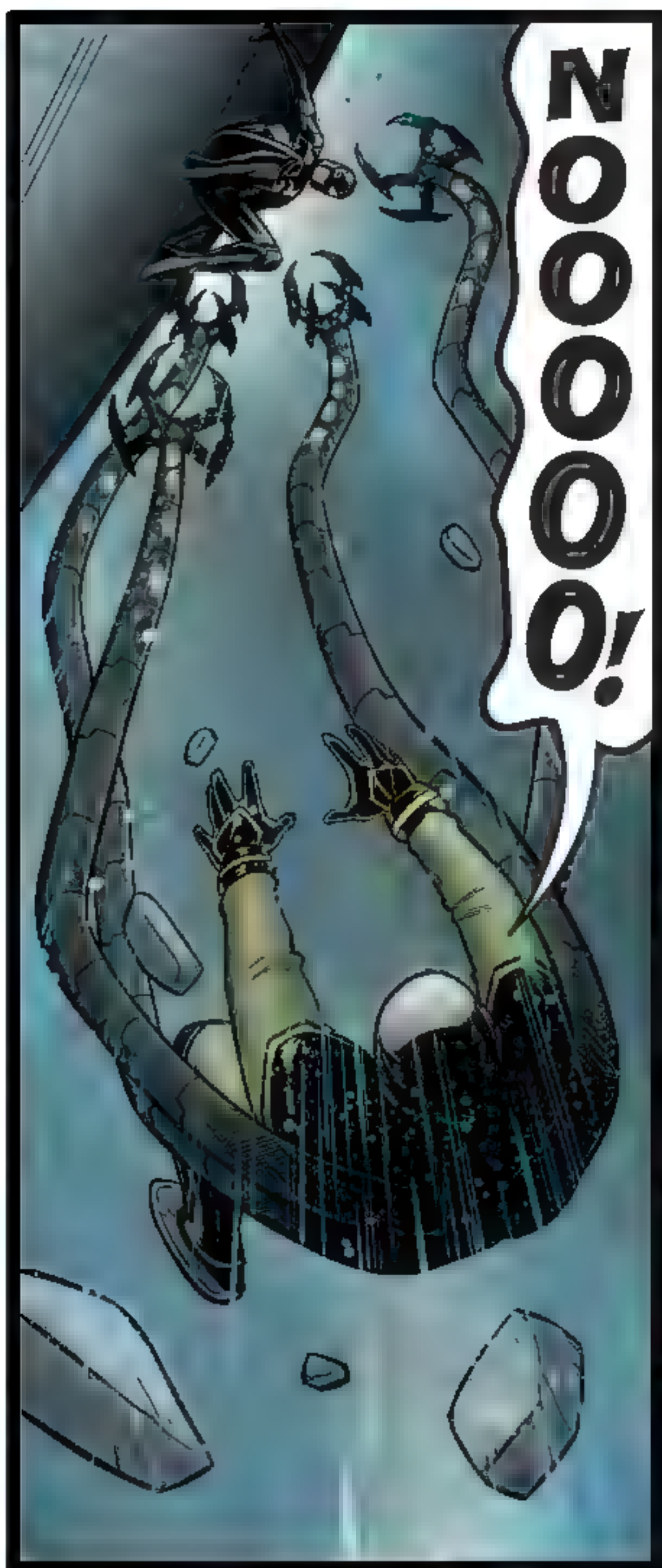
NO! STOP IT!

DON'T YOU DARE!



KZZZZT

--THEN SO BE IT.



I SAW YOU AS A SON.

SHOULD'VE KNOWN YOU'D TURN ON ME.

JUST LIKE ALL THE OTHERS.

TURN?

TURN? I WORSHIPPED YOU! YOUR MIND, YOUR CONSCIENCE... THE WAY YOU NEVER GAVE UP!

YOU WERE EVERYTHING I WANTED TO BE!

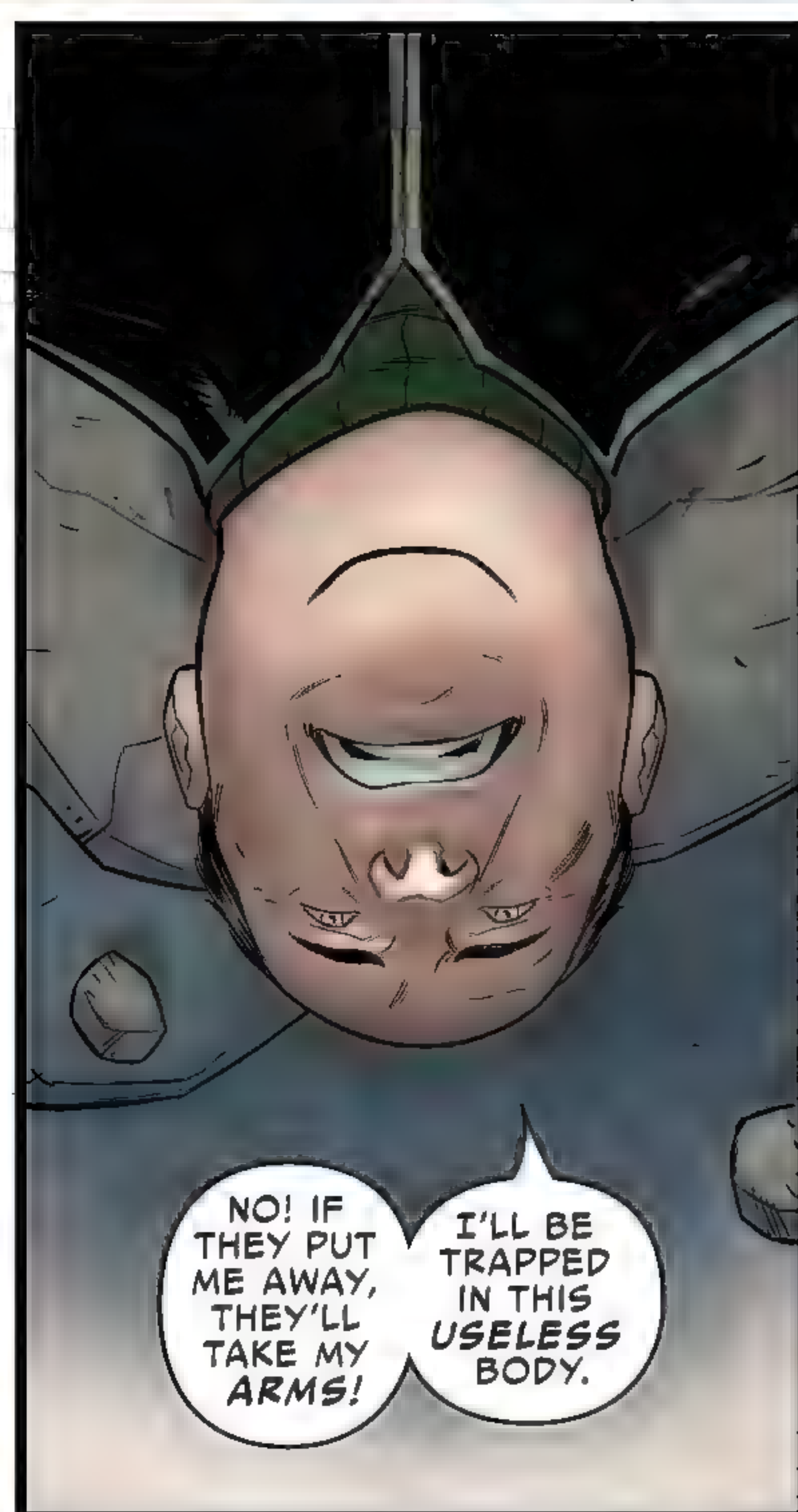
AND YOU JUST THREW IT AWAY.



YOU'RE...YOU'RE RIGHT...I SEE THAT NOW.

THE NEURAL INTERFACE CLOUDED MY JUDGMENT. BUT I CAN FIX IT. YOU CAN HELP ME FIX IT.

I'LL MAKE SURE YOU GET THE BEST HELP.



NO! IF THEY PUT ME AWAY, THEY'LL TAKE MY ARMS!

I'LL BE TRAPPED IN THIS USELESS BODY.



DON'T ABANDON ME, PETER. HELP ME!

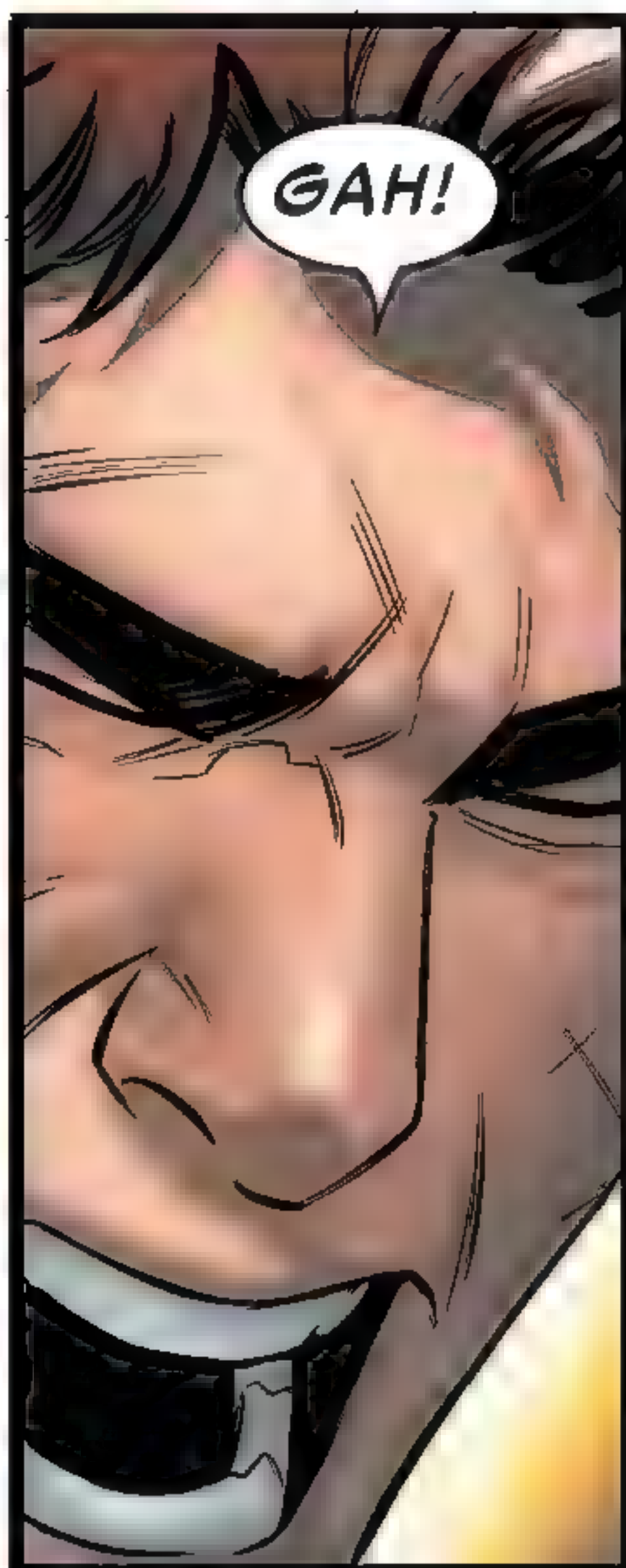
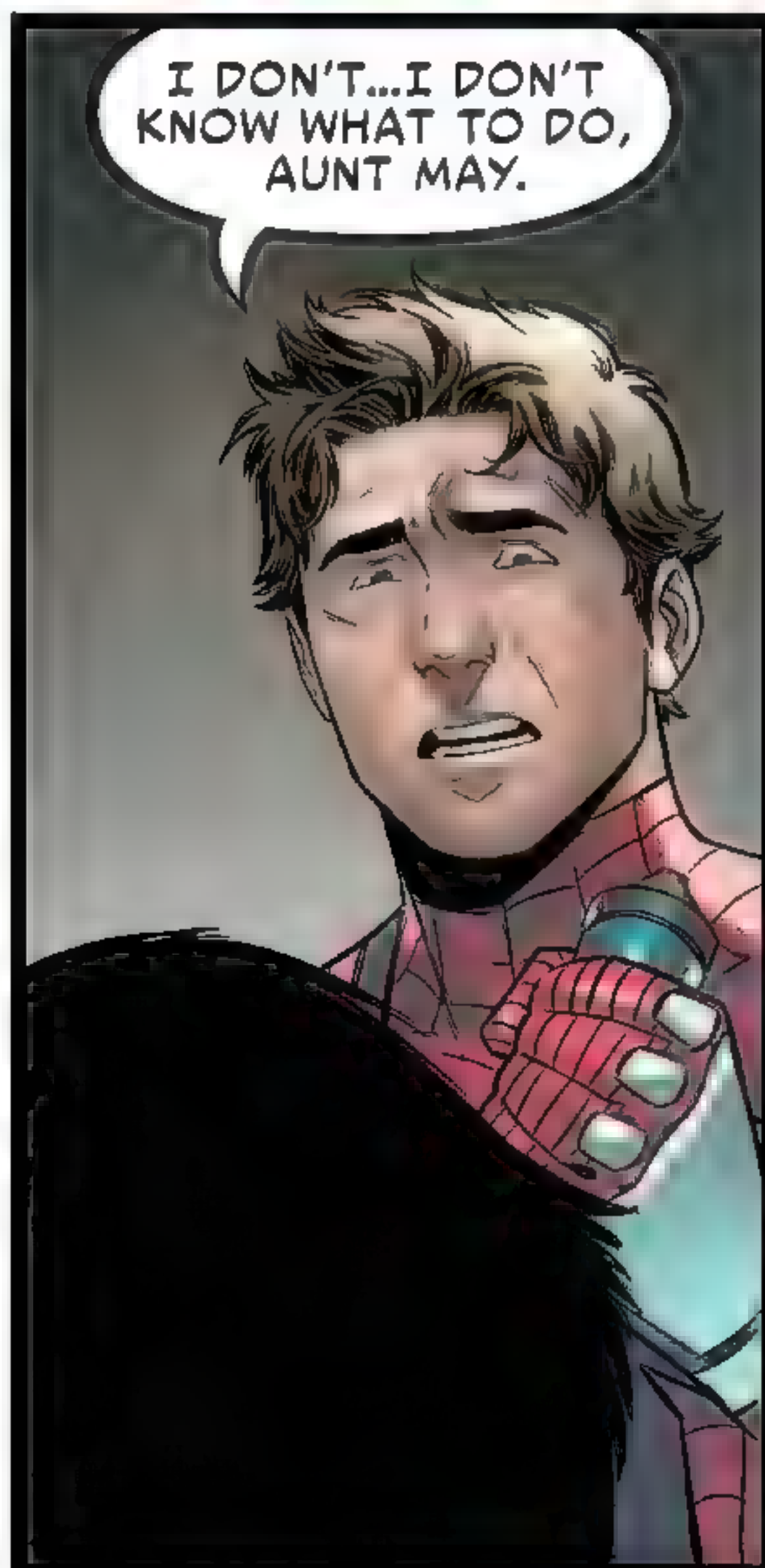
HELP ME AND I'LL MAKE SURE YOUR SECRET IS KEPT SAFE.

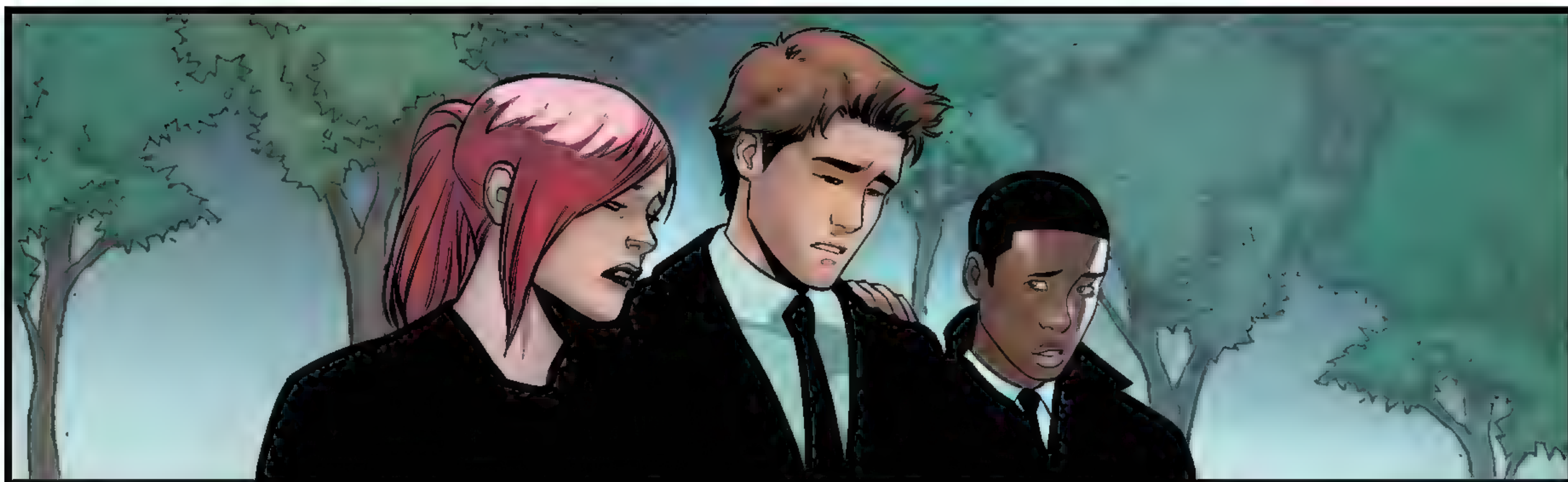
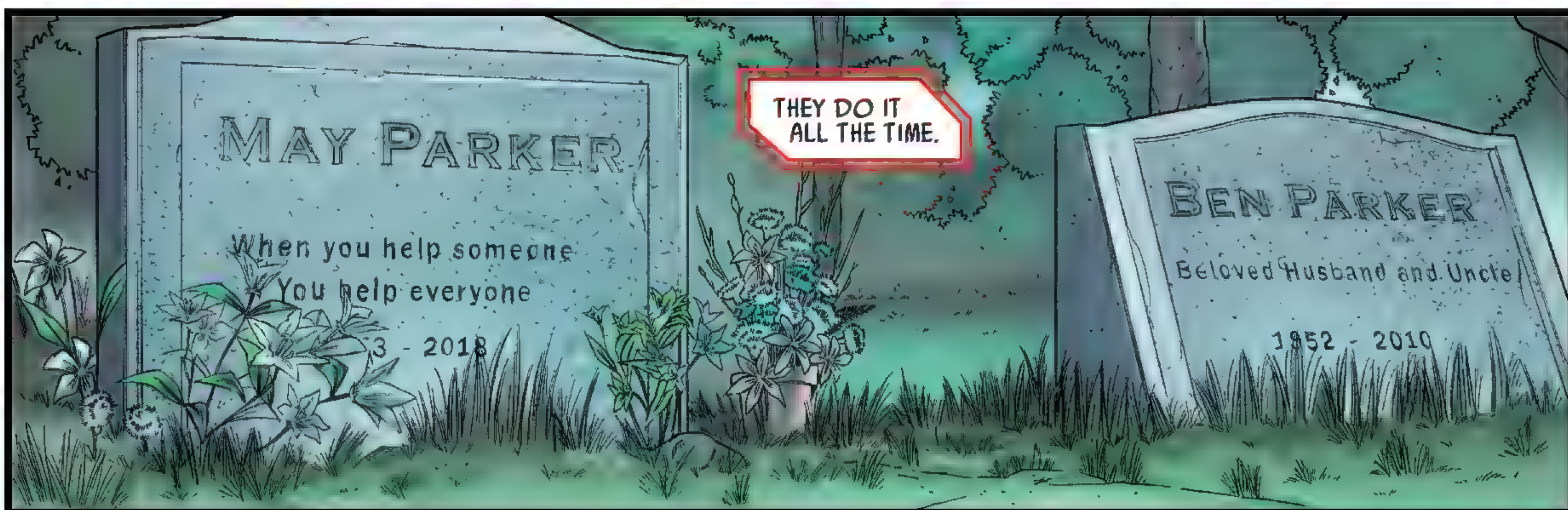
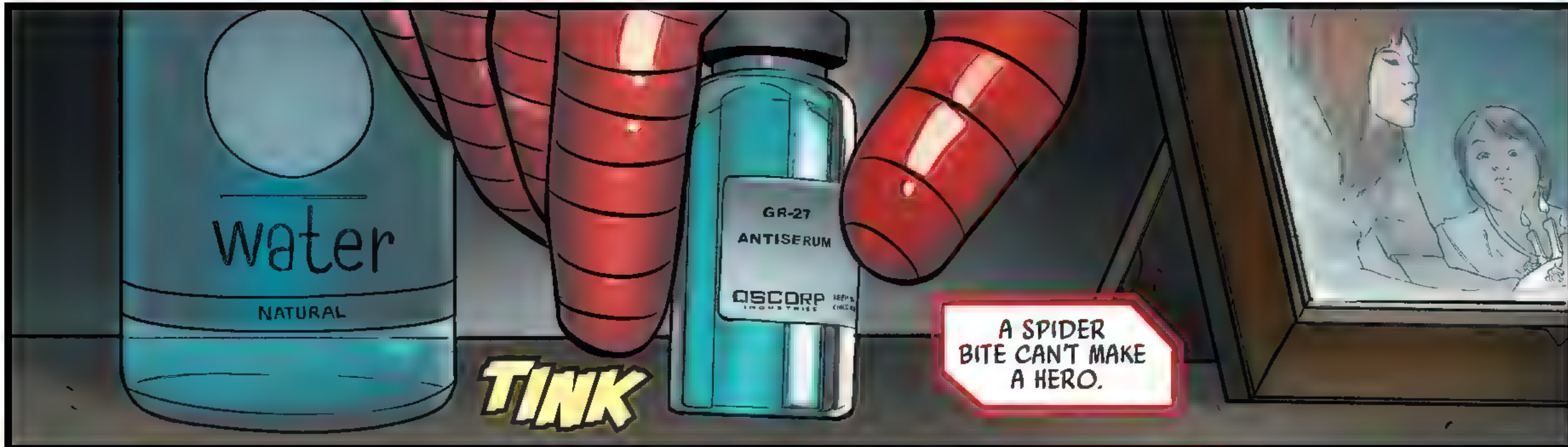
YOU DO WHAT YOU THINK IS BEST, DOC.



THAT'S ALL ANY OF US CAN DO...

PEEETTTEERRR!





Three Weeks Later.

OKAY, BOYS, WHERE DO YOU WANT THIS GEEK PILE?

JUST WHEREVER FOR NOW. I'M STILL FIGURING OUT THE FLOOR PLAN.

PFFT.

INTERIOR DESIGN COMES LATER.

IN OTHER WORDS, IT DOESN'T MATTER WHERE I PUT IT BECAUSE YOU'LL HAVE IT STREWN OUT ACROSS THE ENTIRE APARTMENT BY TOMORROW AFTERNOON.

PRETTY MUCH.

HAPPY MOVING DAY, BOYFRIEND.

I GOTTA GET BACK TO THE BUGLE. ROBBIE'S BEEN ON ME ABOUT EXTRA-LONG LUNCHES.

CALL ME AFTER?

COUNT ON IT.

HEY, SO, PETE, I KINDA GOTTA TALK TO YOU ABOUT SOMETHING I CAN'T TELL MY MOM.

WHAT'S UP?

WELL, UM, WEIRD THINGS HAVE BEEN GOING ON...LIKE PHYSICALLY.

OH...UH... YOU'RE AT THAT AGE WHERE YOUR BODY STARTS TO CHANGE...

...AND SO YOU MIGHT BE NOTICING SOME... AREAS...

WHOA. NO.

NOT THAT.

I THINK IT'S BETTER THAT I JUST, UM, SHOW YOU.

WHAT?



Just the beginning...



DAVID NAKAYAMA

#SINISTER SIX VARIANTS



TIM TSANG



ADI GRANOV



GIUSEPPE CAMUNCOLI & DAVID CURIEL
#SPIDER-MAN/ILLAINS/VARIANT



MARCO CHECCHETTO
#VARIANT



GANG HYUK LIM



EDUARD PETROVICH



MATTHEW WAITE

#GWARIAN



TIM TSANG

#GWARIAN

WELCOME, WEB-HEADS!

And congratulations! You're here at the very beginning. The ground floor. The title screen, so to speak. The book that you hold in your hands, that you've no doubt already thrilled to every page, is not only the start of a brand-new SPIDER-MAN series but the first in a brand-new universe!

Welcome to the MARVEL GAMERVERSE, readers! Some of you may have already dipped a toe into this universe if you played last year's runaway hit *Marvel's Spider-Man* video game. Like the Marvel Cinematic Universe and others before it, what we're doing here is taking the classic Marvel characters you know and love and putting them into all-new, thrilling adventures aimed at long-term Marvel readers as well as those newer to the medium! The Insomniac Games team, and their amazing collaborators, Marvel Games, inspired by the classic Marvel comic books, built this storyline for the game that is now the groundwork for these comics. Talk about full circle!

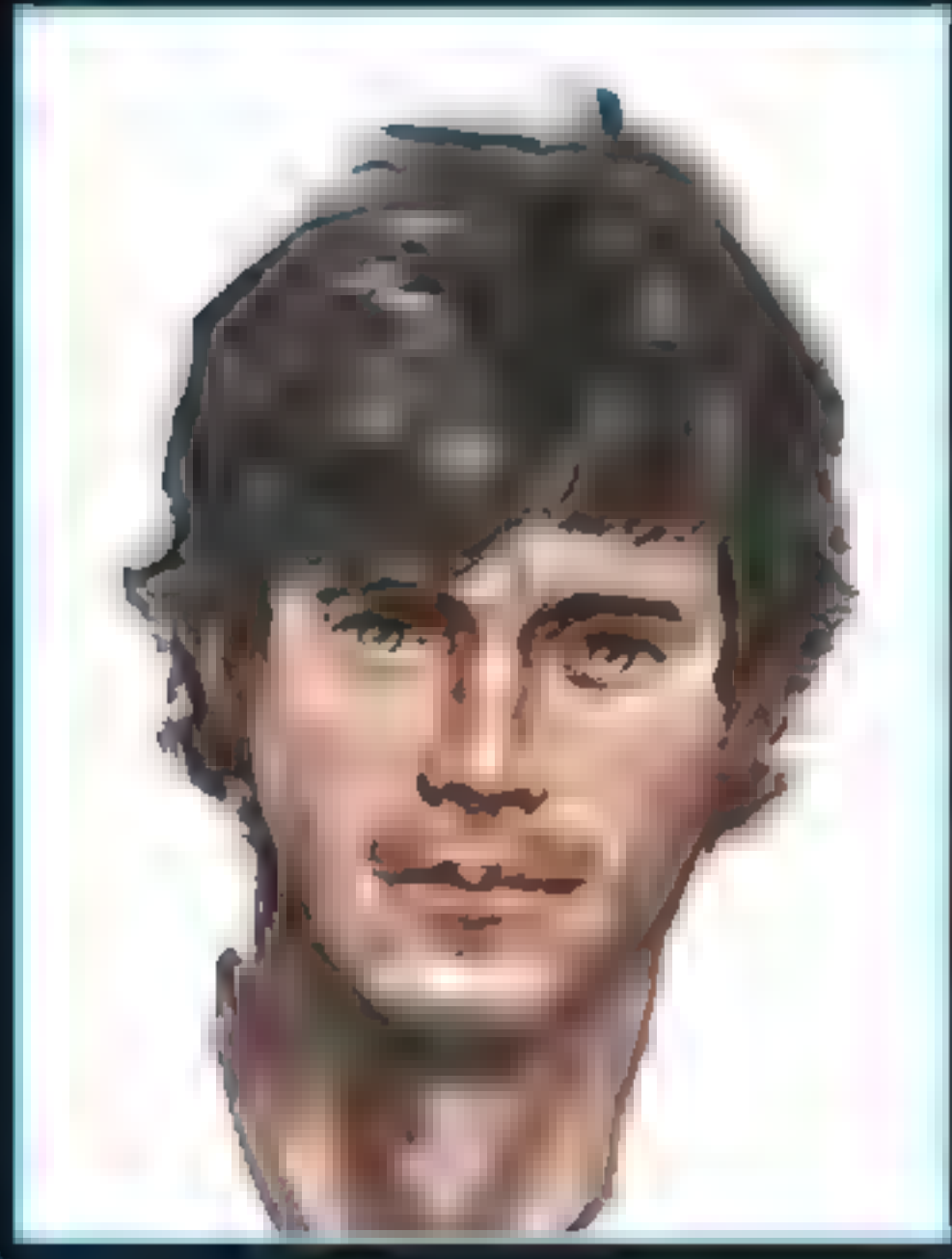
If you've already played the game and think you know the whole story—think again. We're going to be delving into unexplored scenes from the original story, fleshing out secondary characters and plotlines and, as we get further into the series, telling completely new tales set in this exciting world.

In fact, get ready for a showdown in our very next issue between Spider-Man and a classic villain redesigned especially for this comic series that'll be sure to have the fandom buzzing!

In the meantime, with MARVEL'S SPIDER-MAN: CITY AT WAR having roots in the video game proper, we wanted to give you all a sneak peek behind the scenes of the game's development each issue, so all you die-hard gamers will get a deeper look into the initial development of this world after each installment of the story! Turn the page for a glimpse into the development of the game's Peter Parker!

See you next month!

—Mark Basso



PETER PARKER

While Spider-Man is in his prime as a crimefighting super hero, Peter Parker would rather devote his energy to changing the world through science and the amazing technology he's developing with Otto Octavius. As a 23-year-old recent college graduate struggling to maintain his job, pay his bills and find time to protect his personal relationships, Peter is trying to figure life out while also protecting the fates of millions of innocent New Yorkers threatened by rising evil.



▲ FINAL IN-GAME PETER PARKER LOOKS

EARLY PETER PARKER CONCEPT ▶

"Since our Peter Parker has been Spider-Man for eight years, I had to find a way to show that he was more experienced but still the Peter that fans know and love. I decided that he should outgrow hoodies and T-shirts and gave him button-up shirts instead. He has a very limited wardrobe since he is still paying off student loans and struggling to pay rent so players will see that he tends to recycle his shirts a lot. One other detail that sharp-eyed fans may notice is that he always has his web shooters on. They are disguised as fitness devices so he doesn't give away his secret identity!"

—Jacinda Chew
Studio Art Director, Insomniac Games

▼ PETER PARKER'S APARTMENT



Welcome back, gang. A heavy end to this issue, but it's the toughest challenges that forge the greatest heroes. And speaking of forging heroes, we wanted to take this opportunity to share another peek behind the scenes—and reveal the creation of a character!

When we started development of this series, we knew we wanted to be faithful to the storyline of the *Marvel's Spider-Man* game while also expanding on it in new and meaningful ways that you can only see in this comic. And what's more impactful than redesigning a classic Spider-Man villain for this universe? We put our heads together with the Marvel Games folks and...well, I just happen to have Marvel Games VP and Creative Director Bill Rosemann here to expound upon our undertaking! Take it away, Bill!

Hello, Web-Heads! If you haven't already guessed, everyone at Marvel Games and Insomniac Games are card-carrying, Underoos-wearing True Believers. How far back does our fandom go? Yours Truly just stumbled upon photos of the spectacular Spider-Man cake that my mom made for my 8th birthday. So it's been a special thrill and honor to be given the opportunity to collaborate on Marvel's Spider-Man and pour our love for decades of the wall-crawler's comic books into the game...and to now see everything come full circle as our game's story leaps to life in comic book form!

The issue you hold in your hands also presented an amazing opportunity to add to the game's mythology by adding a super villain not yet seen on the screen. Given the web-slinger's renowned rogues' gallery, we had many infamous faces to choose from, but as a tribute to game co-writer Christos Gage, there was only one choice. In the game's J. Jonah Jameson podcasts, Christos wrote a few hilarious mentions of "a Nazi made of bees," which, as all astute fans know, was a nod to the sinister Swarm! A former evil scientist whose body is comprised of sentient bees? How could we not try to create the game's never-before-seen version? And as with all the villains in the game, how could we tackle the challenge of reimagining him so that he felt authentic both to his original design and to our modern aesthetic?

That challenge went straight to series artist Michele Bandini! Michele immersed himself in the high-tech takes on Spider-Man's villains in the game and immediately set to work on a souped-up, scientific-focused interpretation of Swarm to fit this world. Pairing the classic cape (and, well, bees) of the original look, Michele worked out a more mechanical version of our buzzing baddie, including some unique abilities as detailed in his design sheet below:



Hope you all dug the result! Let us know your thoughts on Swarm, and the SPIDER-MAN: CITY AT WAR comic, by writing to us at GAMERVERSE@marvel.com and marking your message "OKAY TO PRINT." In the meantime, check out the next page for more on Miles Morales, and be sure to join us next month as Mary Jane's investigation uncovers a startling discovery...

—Mark Basso



MILES MORALES

Miles Morales is a bright, tech-savvy teen—and major Spider-Man fanboy. After Miles suffers a devastating loss, Peter Parker recognizes key similarities between his own life and the teen's and steps up to mentor him—further empowering Miles to grow. With a little added “encouragement” from Spider-Man, Miles is poised to become a hero just like his idol.



▲ FINAL IN-GAME MILES MORALES LOOKS

“There was a careful balancing act between making Miles look properly nerd chic and streetwear-style teenager hip enough to be believable as a Spider-Man fanboy, technology expert, scientific savant, and legitimate Brooklyn High School student. He provides the player a relatable glimpse into the collision of the super hero and the modern human worlds.”

—Eric Monacelli
Director of Game Production, Marvel Games

▼ MILES MORALES ROUGHS



“In the Ultimate comics, Miles and Peter are normally around the same age, but I wanted to make sure we set their looks apart due to their age difference in our game. Miles can have more fun with his wardrobe and wears funny T-shirts and cool shoes. He doesn't have to worry about shedding his clothes all over New York City to fight crime.”

—Jacinda Chew
Studio Art Director,
Insomniac Games

WELCOME BACK, WEB-HEADS!

Since Mary Jane is at the center of the action in this issue, we thought now would be a good time to put the spotlight on everyone's favorite redhead. The version of MJ that appears in the *Marvel's Spider-Man* game is both familiar and different at the same time to longtime comic book readers. Mary Jane has had many jobs over the years—model, soap opera actress and Stark employee, to name just a few—but *Daily Bugle* reporter is a new venture for the iconic character.

Here's Marvel Games VP and Creative Director Bill Rosemann to shed further light on MJ's evolution!

In another amazing example of Insomniac Games' mission to "respect the DNA of the franchise, but don't be afraid to mix things up," the team very smartly proposed to make Mary Jane a crusading reporter for the *Daily Bugle*, which, while never having been done in the comics or movies, feels like an authentic and deserved update to her character. Given how the beloved newspaper has been woven throughout Spidey's history, this fresh twist gives MJ agency, her own separate heroic arc and a logical reason why she would insert herself into the heart of our escalating drama, forming an evolving partnership with both Peter and Spider-Man.

Check out the next page for a further look at reporter-on-the-rise Mary Jane! And send your thoughts on this and anything else related to the SPIDER-MAN: CITY AT WAR comic by writing to us at GAMERVERSE@marvel.com and marking your message "OKAY TO PRINT." Be sure to join us next month to discover MJ's fate...

—Martin Biro



MARY JANE WATSON

Incisive and independent, MJ is an emerging investigative journalist for the *Daily Bugle*. Burrowing her way into Wilson Fisk's network, MJ soon digs deep into the mystery of the dangerous masked gang known as the Inner Demons. She's also embroiled in a delicate relationship with Peter Parker as they navigate repairing a damaged romantic connection with a more businesslike partnership that may require more mutual trust than ever before.



▲ FINAL IN-GAME MARY JANE WATSON LOOKS

"Insomniac Games worked with us on a fresh take for Mary Jane Watson that stands uniquely on its own. MJ's self-assured, brave and confident while being stylish and charismatic. We wanted to give her many opportunities throughout the game to be the hero. Her look and tone needed to reflect her character development as the game progresses, and the team pulled it off with charm and wit."

—Eric Monacelli
Director of Game Production, Marvel Games

"MJ originally had an office job in our storyline, and she had a corporate look to match. Her design changed when she became a reporter and a playable character. She has her signature red hair, but it's in a ponytail so it doesn't get in the way of her movements. She is practical but has a stylish tomboy look to all of her clothes."

—Jacinda Chew
Studio Art Director, Insomniac Games

MARY JANE WATSON'S APARTMENT ▼





OTTO OCTAVIUS

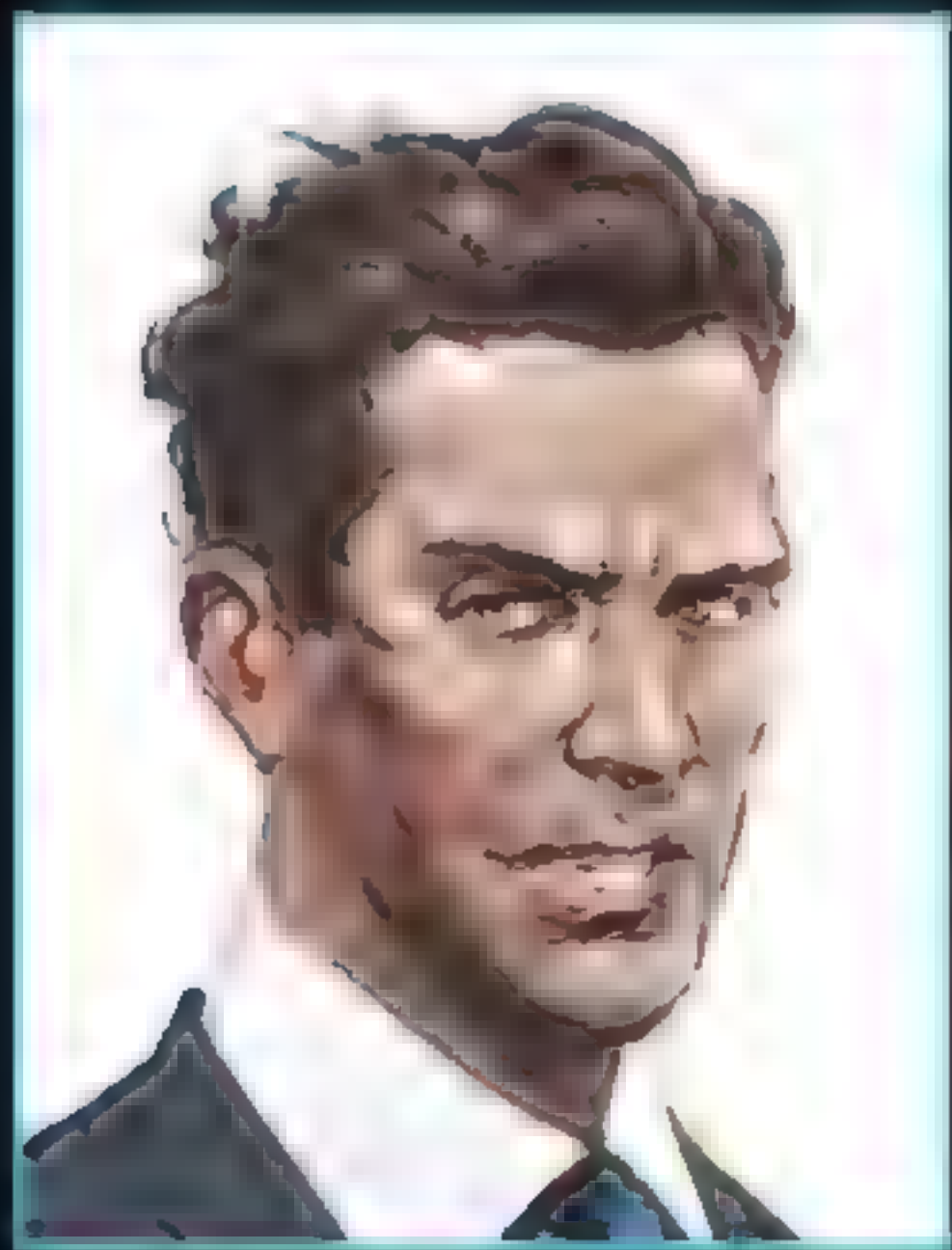
While focusing on perfecting groundbreaking neural technology that allows patients to control prosthetics through thought, Otto Octavius has become the mentor Peter has been searching for since the death of his beloved Uncle Ben. But when Peter discovers that Otto has been twisted into the scheming Doctor Octopus, responsible for the crime spree and viral outbreak ravaging New York City, he will have to fight at his absolute peak as Spider-Man to save all he holds dear.

"I experimented with giving Otto a bowl cut and tinted glasses as an homage to the comics, but it was too flashy to fit with our story. Otto is a passionate and earnest researcher who has a series of setbacks in his life that finally drive him to do unspeakable things. His initial design had to show why Peter would consider him a father figure so he starts out with a bespectacled, kindly look that gradually evolves into something more sinister."

—Jacinda Chew
Studio Art Director, Insomniac Games

FINAL IN-GAME OTTO OCTAVIUS ▼

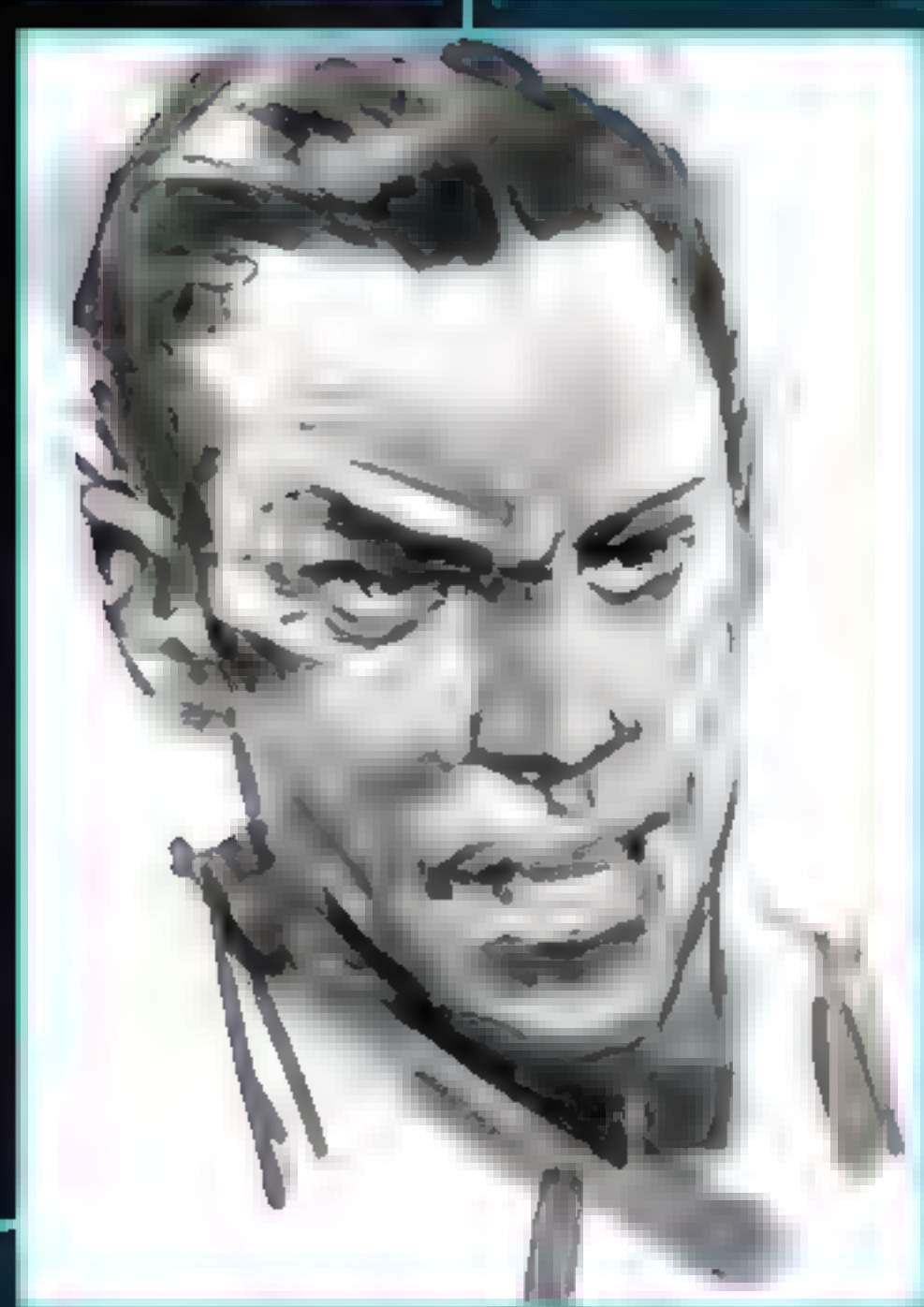




NORMAN OSBORN

Norman Osborn is an extremely successful businessman who built his fortune on experimental technology, making powerful enemies as his own stature and that of his business, OsCorp, grows. Osborn parlayed his financial success into a term as mayor of Marvel's New York and is seeking re-election. Mayor Osborn imposes iron-fisted order throughout Manhattan as the city descends into disarray following Kingpin's capture and the rise of Mister Negative and his Inner Demons.

▼ NORMAN OSBORN CONCEPT ART ►



"Norman was one of my favorite characters to design. His smug arrogance was something I wanted to ooze out of every pore. He has an enviable head of red hair and his suits have a '60s feeling to reflect that era of masculinity. His penthouse is in mid-century modern style, designed to intimidate and impress with tall ceilings and cold modern lines."

—Jacinda Chew
Studio Art Director, Insomniac Games





AUNT MAY

Peter Parker's beloved Aunt May runs Martin Li's F.E.A.S.T. shelter in Marvel's New York. As a living reminder of Peter's original failure to use his powers responsibly, May acts as a motherly figure for Peter and helps him navigate his chaotic and complicated life.

▼ AUNT MAY CONCEPT ART ►



"It was really important that Aunt May felt vibrant and maternal. I originally designed her so she looked like the Aunt May in the early comics so she was much older and frail, but the design ultimately didn't align with the story. She runs a homeless shelter for Martin Li and is always busy helping others rather than taking care of herself. She has to feel like she would never slow down. I traded her white hair for red hair and added more color to her skin and clothing to reflect this."

—Jacinda Chew
Studio Art Director, Insomniac Games

EXCLUSIVE preview!



Marvel is proud to present a unique look behind the scenes of a video game phenomenon! *Marvel's Spider-Man* for PlayStation 4, developed by Insomniac Games, raised the bar for super hero adventures with its stunning graphics, fully realized world and plot filled with intrigue, action and emotion. Now the script for the title's "golden path" story is published for the first time—offering fans unprecedented insight into a crucial part of video game development.

PLUS: Learn about the video game scripting process in an in-depth interview with the teams from Marvel Games and Insomniac Games, whose tireless efforts helped bring *Marvel's Spider-Man* to life!

BEGIN CINEMATIC CAMERA:

ON YURI'S HELICOPTER as she surveys the scene below:

YURI WATANABE
(through her radio)
Okay, looks like things are somewhat under control...

CUT TO: KRABOOM! A huge explosion from behind her--at the RAFT supermax prison!

SPIDER-MAN leaps into the frame and hangs onto the side of a lamppost.

BACK TO Yuri and Spider-Man as they react to the explosion--

SPIDER-MAN
I thought you said the Raft was secure?!

YURI WATANABE
(through radio)
It was. Let's go.

Spider-Man LEAPS up to the WOUNDED CHOPPER to take a ride over to the Raft.

They see ELECTRICAL ARCS blast through the sky:

YURI WATANABE (CONT'D)
(through radio)
Maybe it's not as bad as it looks.

SPIDER-MAN
Love the optimism.

Then:

SPIDER-MAN (CONT'D)
But in my experience...

SPIDER-MAN (CONT'D)
...when it looks bad...

The camera pans and we see ELECTRO charging up to attack them.

SPIDER-MAN (CONT'D)
...it's usually worse.

CUT TO: Spider-Man, as he realizes they're in trouble--

SPIDER-MAN (CONT'D)
<eyes go wide> Look out!

But it's too late. A massive bolt of electricity shoots out of the shadows and hits the helicopter--FZZZKOW!

The already-shaky helicopter spins out of control. As it spins, Yuri is thrown around inside the cockpit:

SPIDER-MAN (CONT'D)
Yuri!

He grabs onto her, but the force of the spinning chopper is too much:

YURI WATANABE
I'm slipping!

Then she falls:

Spider-Man acts quickly and shoots out a web to catch her--THWIP!

He yanks her back up toward him--

SPIDER-MAN
Gotcha.

Then he grabs the yoke:

SPIDER-MAN (CONT'D)
Hold on--!

He steers the helicopter back to a semblance of control, but it CRASHES into the cellblock anyway. SMASH TO BLACK:

FADE IN FROM BLACK:

We are now INSIDE the Raft. The crashed helicopter is on the floor, and there's a hole in the ceiling.

Spider-Man descends, clutching Yuri, in front of the crashed helicopter.

SPIDER-MAN (CONT'D)
You okay?

YURI WATANABE
Yeah.

Just as they get their feet--FROOOOSH! Electro flies by.

CLOSE ON Electro as he gets to the end of the hallway ahead and then turns back to Spider-Man and Yuri:

ELECTRO
Welcome to the party.

Then he CHARGES UP and electricity CRACKLES all around him, sparking off the metal structures...

ELECTRO (CONT'D)
Just in time for the fireworks...

As he turns away--SKZZZZZZ! The sparks from the electrical trail ZAP the circuits.

ALL OF THE DOORS in the cellblock crank open--CRAKOW!

As the inmates come out, some of them might say something:

RYKERS PRISONER #3
Looks like we made parole, boys!

ON SPIDER-MAN as he sees this:

SPIDER-MAN
Electro? Why is he letting everyone out?

IN GAMEPLAY Yuri starts running off a side hallway, leaving Spider-Man behind.

YURI WATANABE
I'll head for the main control center and see how bad the situation is.

Spider-Man follows the trail of destruction into the RAFT.

SPIDER-MAN
Got it--I'll go join the party.

BEGIN GAMEPLAY:

SPIDER-MAN (CONT'D)
Everyone just quietly go back into your cell and lock the door behind you! Okay? Please?

When the first room is cleared, Spider-Man will pull open some doors, and then we will CUT TO:

BEGIN CINEMATIC CAMERA:

Suddenly RHINO hurls a pillar at Spider-Man--CRASH!

Spider-Man falls back in a heap, then looks up:

SPIDER-MAN (CONT'D)
(pained)

Hi, Rhino.

Rhino STOMPS and readies to charge

RHINO
Hope you like surprises, spider.

Rhino and Electro escape deeper into the RAFT.

END CINEMATIC CAMERA.

Rhino charges on, escaping, causing rubble to collapse behind him to prevent pursuit. Spider-Man struggles to his feet.

SPIDER-MAN
(recovering, to himself)
Surprise? What is he talking about?

Spider-Man will now parkour over some objects and shoot through an opening in a doorway.

Then he gets a call from Yuri--BEEP!

YURI WATANABE
(through radio)
Spider-Man, I made it to the control room.
What's your status?

YURI WATANABE (CONT'D)
(through radio)
Hey, what's your status?

SPIDER-MAN
Me? Just trapped in a prison with every criminal I've put away in the last eight years.
No biggie.

Yuri's next line will be interrupted by Scorpion when he grabs Spider-Man in the next scene:

YURI WATANABE
(though radio; NOTE: Line will be interrupted by Scorpion grabbing Spider-Man)
Electro must be working for someone--he's not the type to help others unless there's something in it for him. If I can get the camera system back online, I can look back at who helped him get out of his cell in the first place. But the system's fried, along with everything else in this place. Just stay on Electro--he's the biggest threat.

As soon as the player presses the button to begin the web-tunnel, we CUT TO:

BEGIN CINEMATIC CAMERA:

ANGLE ON a SCORPION TAIL that descends from behind him. As his tail DRIPS POISON we hear Yuri talk to Spider-Man (continuation of previous line), then--

SHHKLACK! Mac Gargan, A.K.A. SCORPION, strikes out with his tail and wraps up Spider-Man.

As Scorpion brings Spider-Man close:

SCORPION
(laughing/sneering)
This is too good to be true...

SPIDER-MAN
(while getting choked)
Scorpion--can you hold on a minute? I was in the middle of a phone call and it was business--

KRABOOM! An explosion wipes the screen with fire

as Spider-Man dives to safety.

Spider-Man lies on the ground, gathering his wits. He stands and recovers, then notices that--

SCORPION IS GONE.

SPIDER-MAN (CONT'D)
Right. Okay, then.

END CINEMATIC CAMERA.

RESUME GAMEPLAY:

When Yuri calls back:

YURI WATANABE
(through phone)
Lost you for a second there--you okay?

SPIDER-MAN
(as we're fighting)
Not really. Electro, Rhino and now Scorpion are all on the loose. What's going on in the rest of the prison?

YURI WATANABE
(through radio)
Camera system's almost up. I'll give you a sitrep soon.

SPIDER-MAN
(as we're fighting)
Okay, I'll keep tracking Electro...

Then, when the room is clear, BLAM! A door flies open and we see Electro waiting on the other side: When Electro leads the player up the FIRST SHAFT:

ELECTRO
(yelling down from above)
Up here!

Spider-Man runs up the shaft and vaults over the top lip and then TRANSITIONS TO--

Now we begin the exterior chase segment with Electro. The chase moves all around the Raft and underneath.

At one point, Spider-Man catches up with Electro and we see a WEB-ZIP PROMPT appear. When the player web-zips, CUT TO:

BEGIN CINEMATIC CAMERA:

Spider-Man flies toward Electro:

SPIDER-MAN
Gotcha.

But just as he reaches Electro, ADRIAN TOOMES, A.K.A. THE VULTURE, swoops in and grabs Spider-Man.

Vulture carries Spider-Man straight up into the sky. As he does:

VULTURE
Long time, no see.

SPIDER-MAN
Vulture?!

Then Spider-Man WEBS HIM IN THE FACE:

VULTURE
We're going to have so much f--

SPIDER-MAN
Sorry, no time to talk.

Vulture releases Spider-Man, then FLIES AWAY into the dark night sky.

Spider-Man falls back down toward the RAFT, and we smoothly transition into gameplay:

END CINEMATIC CAMERA.

BEGIN GAMEPLAY:

The chase continues.

As soon as Spider-Man starts swinging, he gets a call from Yuri:

YURI WATANABE

(through radio)

Okay, I got the security cameras back online.

SPIDER-MAN

(while swinging)

How does it look?

YURI WATANABE

(through radio)

Well...it looks like the entire population of the Raft has escaped.

YURI WATANABE (CONT'D)

(through radio)

Including Martin Li. That makes FIVE of your worst enemies that are now on the loose.

SPIDER-MAN

(laughing)

Ha. For a second there I thought you were serious.

YURI WATANABE

(through radio)

I *am* serious.

CLICK!

SPIDER-MAN

(laughing-to-serious)

Ha! Uh, Yuri? Okay, seriously, I REALLY need you to be joking right now. Yuri?!

As they reach the end of the chase, Electro takes a sharp left back into the RAFT, and Spider-Man follows.

Spider-Man chases Electro up the tower, running up the wall, avoiding hazards and Electro's attacks.

ELECTRO

Keep chasing--party's almost over. Last chance to stop him...

Spider-Man sees Electro heading upward. Electro keeps him at bay with some blasts.

When Spider-Man reaches the roof, CUT TO:

BEGIN CINEMATIC CAMERA:

EXT. TOP OF TOWER - NIGHT

Spider-Man emerges at the top of the tower into a WIDE-OPEN SPACE. Dillon is at the far end of the space.

Cameras and music set us up for an epic encounter. Feels like we're about to do a wicked boss fight! Cool!

ELECTRO

How do you like my new suit?

SPIDER-MAN

Dashing. Where'd you get it?

ELECTRO

It's an exclusive club.

VULTURE flies by--wearing a super-cool new suit. As the camera tracks him, we reveal RHINO in all his bigbadassnes.

Spider-Man is starting to feel a little out of his depth:

Then, from behind Spider-Man, SCORPION scampers up the wall and joins the fight.

And then a helicopter flies by and MISTER NEGATIVE jumps down off the skid and into the arena.

Spider-Man is now SURROUNDED by villains. This feels like it's going to be one tough fight.

Rhino leans in, about to charge at Spider-Man, but Li interrupts:

MISTER NEGATIVE

Remember, he said not to kill him.

Spider-Man looks at Li. He's actually relieved but still on edge:

SPIDER-MAN

Good idea. In fact, we don't have to do this at all if you don't want to--

RHINO

We definitely want to.

Then--BIG FIGHT SEQUENCE! But there's just too many of them.

The super villains overwhelm Spider-Man and he's left on the ground, busted up.

Then--DOC OCK RISES into the frame, having just scaled the outside wall.

Spider-Man's eye-lenses go wide in shock.

SPIDER-MAN

(shocked, to himself)

Doctor Octavius?

Otto pulls Spider-Man close so that we can see Spider-Man's mask in the reflection of Otto's trademark goggles:

OTTO

(quietly, sinister)

First and final warning. Stay out of our way.

Otto then THROWS Spider-Man off the rooftop. After a moment, we hear/see a distant SPLASH!

ON OTTO as he turns to the Sinister Six...

OTTO (CONT'D)

Each of you has a job to do. Your debts will be repaid when we're done.

Beat.

OTTO (CONT'D)

Go!

The villains disperse, each heading off the rooftop in their own way.

PULL BACK TO REVEAL Otto watching, looking across the river at the city. OTTO'S THEME MUSIC swells as he rises on his four arms, watching his "friends" descend upon New York.

FADE TO BLACK:

"Its emotional moments are balanced out with the signature humor of Spider-Man, and it still hits hard even if you know what's coming." — Comicbook.com

BASED ON MARVEL'S SPIDER-MAN

THE #1 SELLING SUPER HERO
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EXPERIENCE THE EMOTIONAL and shock-filled story that spins favorite characters, including Mary Jane, Aunt May, Norman Osborn, Otto Octavius and Miles Morales, into an all-new and unexpected web of drama, spectacle and classic Spidey action in the Mighty Marvel Manner! After years of seeing Wilson Fisk escape criminal prosecution, the wisecracking web-slinger finally has the opportunity to team with the NYPD to help arrest his fearsome foe. But with the Kingpin down, how will the mysterious Mister Negative's ascent to power bring Peter Parker's civilian life and Spider-Man's Super Hero world into a direct collision course? Based on the blockbuster game that has everyone's spider-sense buzzing, *Marvel's Spider-Man: City at War* includes all-new story moments not present in the game—and bonus behind-the-scenes content!

Collecting **MARVEL'S SPIDER-MAN: CITY AT WAR #1-6** —
by Dennis "Hopeless" Hallum, Michele Bandini, Luca Maresca, and David Curiel.

